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ARTICLES OF INCORPORATION  
OF  
THE FALLS AT OLD HENRY CONDOMINIUMS COUNCIL, INC.

The undersigned incorporator, David B. Buechler, hereby adopts the following Articles of Incorporation in accordance with the provisions of Chapter 273 of the Kentucky Revised Statutes.

ARTICLE I

The name of the non-profit, non-stock corporation is The Falls at Old Henry Condominiums Council, Inc., and the mailing address of the principal office is 209 Townepark Circle, Suite 100, Louisville, Kentucky 40243.

ARTICLE II

The Corporation is organized to promote the social welfare and serve the common good and general welfare of its members, and shall include administering the Master Deed and Declaration of Condominium Property Regime of The Falls at Old Henry Condominiums, as amended from time to time, relating to that condominium regime in Jefferson County, Kentucky.

ARTICLE III

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation of services rendered and to make payments and distribution in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the Corporation shall be for the carrying on of propaganda, or otherwise attempting to influence legislation and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaigns on behalf of or in opposition to any candidate for political office.

ARTICLE IV

The address of the initial registered office of the Corporation is 209 Townepark Circle, Suite 100, Louisville, Kentucky 40243, and the name of the initial registered agent at such address is Anthony I. Martin.

ARTICLE V

Upon the dissolution of the Corporation, assets shall be distributed to one or more organizations, as designated by the Board of Directors at that time, to be used in such a manner as in the judgment of the Board of Directors will best accomplish the general purposes of the Corporation.

## ARTICLE VI

The name and address of the incorporator is David B. Buechler, The 1000 Building, Suite 204, 6200 Dutchmans Lane, Louisville, Kentucky 40202.

## ARTICLE VII

The number of directors to constitute the initial Board of Directors is three. The names and mailing addresses of the persons whom shall serve as initial directors are as follows:

1. Anthony I. Martin, 209 Townepark Circle, Suite 100, Louisville, Kentucky 40243.
2. Richard Martin, 209 Townepark Circle, Suite 100, Louisville, Kentucky 40243.
3. Carol Wooley, 209 Townepark Circle, Suite 100, Louisville, Kentucky 40243.

The initial directors shall serve until their successors are appointed as determined by the Corporation's Bylaws.

## ARTICLE VII

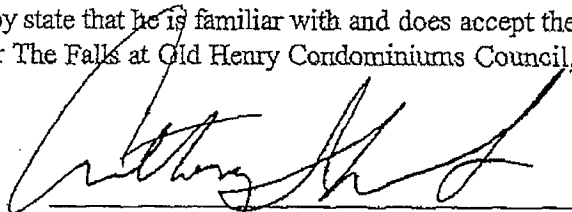
Pursuant to KRS 273.248 the Corporation hereby eliminates the personal liability of a director of the Corporation from monetary damages for breach of his or her duties as a director; provided that this provision will not operate to eliminate or the liability of the director in the following circumstances:

1. Any transaction in which the director's personal financial interest is in conflict with the financial interests of the Corporation;
2. Any act or omission not in good faith or which involves intentional misconduct or which is known to the director to be a violation of law; and
3. Any transaction in which the director derives an improper personal benefit.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation in triplicate originals on November 7, 2007.

  
David B. Buechler

The undersigned, Anthony I. Martin, does hereby state that he is familiar with and does accept the duties and responsibilities as registered agent for The Falls at Old Henry Condominiums Council, Inc.

  
Anthony I. Martin

END OF DOCUMENT

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