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ARTICLES OF INCORPORATION

OF

GREENHURST CONDOMINIUM ASSOCIATION, INC.

FOR BARR
SECRETARY
OF THE
COMMONWEALTH OF KENTUCKY
JB

The undersigned William F. Koch, Jr. has executed these Articles of Incorporation for the purpose of forming and does hereby form a nonstock, nonprofit corporation under the laws of the Commonwealth of Kentucky in accordance with the following provisions:

725362

ARTICLE I

The name of the corporation is GREENHURST CONDOMINIUM ASSOCIATION, INC.

ARTICLE IIPurposes

The general purpose of the corporation is to be the "Council of Co-Owners" (as defined in the Kentucky Horizontal Property Law, KRS 381.805 through 381.910 for the operation and administration of the condominium regime known as GREENHURST CONDOMINIUM DEVELOPMENT (hereinafter referred to as "Greenhurst") to be established in Jefferson County, Kentucky, pursuant to the provisions of Kentucky Horizontal Property Law.

ARTICLE IIIPowers

The corporation shall have all the powers conferred upon a nonstock, nonprofit corporation organized under the provisions of Chapter 273 of the Kentucky Revised Statutes, all the powers

conferred upon the council of Co-Owners under the provisions of the Kentucky Horizontal Property Law; all the powers conferred upon the corporation in the Master Deed and Bylaws of GREENHURST, which Master Deed is recorded in the office of the Clerk of the County Court of Jefferson County, Kentucky; and all the powers necessary, proper, convenient or desirable in order to fulfill and further the purposes of the corporation.

ARTICLE IV

Duration

The duration of the corporation shall be perpetual or until terminated according to law.

ARTICLE V

Principal Office and Registered Agent

The principal office of the corporation in the Commonwealth of Kentucky is 8700 Westport Road, Suite 209, Louisville, Kentucky 40242-3166.

The registered agent of the Corporation is William F. Koch, Jr. 8700 Westport Road, Suite 209, Louisville, Kentucky 40242-3166.

ARTICLE VI

Members

All persons who are owners of units in GREENHURST shall be members of the corporation, and membership in the corporation shall be limited to such owners of units. Membership in the corporation shall terminate when a person is no longer the owner of a unit. Subject to the foregoing, admission to and

termination of membership and the voting rights of members shall be more particularly governed by the Master Deed of GREENHURST and the Bylaws of the corporation.

ARTICLE VII

Directors

The corporation shall have a Board of Directors (being the same as Board of Administration referred to in the Master Deed and Bylaws of Greenhurst) of not less than three (3) nor more than five (5) persons, the number to be set by the members in the manner provided in the bylaws of the corporation. The initial Board of Directors of the corporation shall consist of three (3) persons who shall serve until their successors are duly elected and qualified in the manner provided in the bylaws of the corporation. The names and addresses of said initial directors are:

Garry K. Williams, President
8700 Westport Road, Ste 209
Louisville, Kentucky 40242-3166

William F. Koch, Jr. Treasurer
8700 Westport Road, Ste 209
Louisville, Kentucky 40242-3166

Talmage W. Brown
8700 Westport Road, Ste 209
Louisville, Kentucky 40242-3166

TILFORD, DOBBINS, ALEXANDER & BUCKAWAY

ATTORNEYS AT LAW

1406 ONE RIVERFRONT PLAZA
LOUISVILLE, KENTUCKY 40202

STUART E. ALEXANDER
WILLIAM A. BUCKAWAY, JR.
CHARLES W. DOBBINS, JR.
MARK W. DOBBINS
STUART E. ALEXANDER, III
JOHN M. NADER**
DONALD H. BALLEISEN*
CAROLYN K. BALLEISEN*
SANDRA F. KEENE

*Also Admitted in New York

**Also Admitted in District of Columbia and Maryland

TELEPHONE (502) 584-6137
TELECOPIER (502) 584-2318

CHARLES W. DOBBINS (1916-1992)
HENRY J. TILFORD (1880-1968)
LAWRENCE W. WETHERBY (RETIRED)

September 14, 1993

Secretary of State
Corporate Records Division
P.O. Box 718
Frankfort, Kentucky 40602-0718

SEP 15 1993

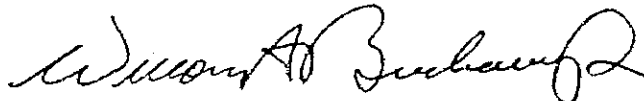
RE: Articles of Incorporation
Greenhurst Condominium Association, Inc.

Dear Sir or Madam:

I am enclosing three duplicate originals of Articles of Incorporation of Greenhurst Condominium Association, Inc. for filing with your office. I have also enclosed a check in the amount of \$8 in payment of the filing fee.

If you have any question concerning the enclosed, please contact the undersigned.

Cordially yours,



William A. Buckaway, Jr.

WAB/mm
Enclosures