

COMMONWEALTH OF KENTUCKY
COUNTY OF JEFFERSON

BOOK 440 PAGE 435

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BOB BARRAGE
SECRETARY OF STATE
COMM. OF KENTUCKY
Paula Crane

ARTICLES OF INCORPORATION
OF

SHELBY POINTE CONDOMINIUM COUNCIL OF CO-OWNERS, INC.

ARTICLE I

The name of the corporation is Shelby Pointe Condominium Council of Co-Owners, Inc., and by such name it shall be known as a body corporate and its duration shall be perpetual.

ARTICLE II

The purpose of this corporation is not to contemplate pecuniary gain or benefit, direct or indirect, to its members. In a way of explanation and not of limitation, the purposes for which it is formed are:

(a) To be and constitute the association to which reference is made in the Master Deed for the Condominium of Shelby Pointe, as amended, (hereinafter the Deed) establishing a plan of development, recorded in the office of the Clerk of the County Court of Jefferson County, Kentucky, in Deed Book 5710, Page 112, as amended in Deed Book 5720, Page 933, to perform all obligations and duties of the association, and to exercise all rights and powers of the association, as specified therein, in the By-Laws, and as provided by law; and

(b) To provide an entity for the futherance of the interest of the owners of the units in the development.

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In furtherance of its purposes, the Corporation shall have the following powers, which, unless indicated otherwise by the Deed or By-Laws, may be exercised by the Board of Directors:

(a) All the powers conferred upon nonprofit corporations by the common law and the statutes of the Commonwealth of Kentucky in effect from time to time;

(b) All the powers necessary or desirable to perform the obligations and duties and to exercise the rights and power set out in these Articles, and By-Laws, or the Deed, including, without limitation, the following:

(i) To fix and collect assessments or other charges to be levied against the property;

(ii) To manage, control, operate, maintain, repair, and improve the common area and facilities, and property subsequently acquired by the Corporation, or any property owned by another, for which the Corporation, by rule, regulation, declaration, or contract, has a right or duty to provide such services;

(iii) To enforce covenants, conditions, or restrictions affecting any property to the extent the association may be authorized to do so under any declaration or By-Laws;

(iv) To engage in activities which will actively foster, promote, and advance the common interest of all owners of units at the development;

(v) To buy or otherwise acquire, sell, or otherwise dispose of, mortgage, or otherwise encumber, exchange, lease, hold,

use, operate, and otherwise deal in and with real, personal, and mixed property of all kinds and any right or interest therein for any purpose of the corporation;

(vi) To borrow money for any purpose as may be limited in the By-Laws;

(vii) To enter into, make, perform, or enforce contracts of every kind and description, and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the association, with or in association with any other association, corporation, or other entity or agency, public or private;

(viii) To act as agent, trustee, or other representative of other corporations, firms, or individuals, and as such, to advance the business or ownership interest in such corporations, firms, or individuals;

(ix) To adopt, alter, and amend or repeal such By-Laws as may be necessary or desirable for the proper management of the affairs of the association; provided, however, such By-Laws may not be inconsistent with or contrary to any provisions of the Deed; and

(x) To provide any and all supplemental municipal services as may be necessary and proper.

(xi) The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the power specified in each of the paragraphs of this Article are independent powers, not to be restricted by

reference to or inference from the terms of any other paragraph or provision of this Article II.

ARTICLE III

The address of the registered office of the Corporation and principal in the State of Kentucky is 400 Rosewood Court, Louisville, Jefferson County, Kentucky 40223. The name of the resident agent of the Corporation is Robert L. Williams, whose mailing address is 400 Rosewood Court, Louisville, Jefferson County, Kentucky 40223.

ARTICLE IV

Membership. The Corporation shall be a membership corporation without certificates or shares of stock. All unit owners, by virtue of their ownership of units in the condominium, are members of the association. The members shall be entitled to vote for each unit in which they hold the interest required for membership, in accordance with the Deed.

ARTICLE V

Board of Directors. The business and affairs of the Corporation shall be conducted, managed, and controlled by a Board of Directors. The Board shall consist of not less than three (3) nor more than nine (9) members, the specific number to be set from time to time by the By-Laws. The initial Board of Directors shall consist of seven (7) members as follows:

<u>Name</u>	<u>Address</u>
Karen Compton	419 Rosewood Court Louisville, KY 40223
James D. Coyle	435 Rosewood Court Louisville, KY 40223

Steve Fatovic	425 Rosewood Court Louisville, KY 40223
Naomi Kraft	342 Rosewood Drive Louisville, KY 40223
Norma Tilley	423 Rosewood Court Louisville, KY 40223
Robert Williams	400 Rosewood Court Louisville, KY 40223

The method of election and term of office, removal and filling of vacancies shall be set forth in the By-Laws. The Board may delegate such operating authority to such companies, individuals, or committees as it, in its discretion, may determine.

ARTICLE VI

Dissolution. The Corporation may be dissolved only as provided in the Deed, By-Laws, and by the laws of the Commonwealth of Kentucky.

ARTICLE VII

Amendments. These Articles may be amended as provided by the Kentucky Non-profit Corporation Act, provided that no amendment shall be in conflict with the Deed, and provided further, that no amendment shall be effective to impair or dilute any rights of members that are governed by such Deed.

ARTICLE VIII

Under the name of the Corporation it may adopte a corporate seal, and it has the power to contract and be contracted with, to sue and be sued, and it may receive, accept, purchase, or acquire and hold in any other lawful manner, real and personal

property, and it may dispose of same by gift, deed, or in any other lawful manner, for the benefit of the Corporation, its members, associates, or any other cause or causes of a religious, educational, or charitable nature.

ARTICLE IX

The names of the persons who are to be subscribers to the Articles and who are to be members of the Corporation upon organization are as follows:

<u>Name</u>	<u>Address</u>
Biler, Kathryn	402 Rosewood Court Louisville, KY 40223
Black, Audrey	429 Rosewood Court Louisville, KY 40223
Boston, Alta & Butler, Cal & Bobbie	252 Moser Road Louisville, KY 40223
Brown, Donna	447 Rosewood Court Louisville, KY 40223
Bryan, Allen & Joan	262 Moser Road Louisville, KY 40223
Bryant, Cheryl	406 Rosewood Court Louisville, KY 40223
Carter, Janice	266 Moser Road Louisville, KY 40223
Carter, Ledford & Emma	272 Moser Road Louisville, KY 40223
Catrow, Aldora	441 Rosewood Court Louisville, KY 40223
Cecil, Gladys	248 Moser Road Louisville, KY 40223
Clark, Bill & Marilyn	329 Rosewood Drive Louisville, KY 40223

Compton, Karen	419 Rosewood Court Louisville, KY 40223
Cook, Charles & Jeanette	427 Rosewood Court Louisville, KY 40223
Cooke, Ruth	417 Rosewood Court Louisville, KY 40223
Davis, Ruth	451 Rosewood Court Louisville, KY 40223
Doan, Ineke	404 Rosewood Court Louisville, KY 40223
Duvall, Margaret & Jeff	274 Moser Road Louisville, KY 40223
Elder, Suzanne & Jay Coyle	435 Rosewood Court Louisville, KY 40223
Evans, Bill & Eunice	449 Rosewood Court Louisville, KY 40223
Fatovic, Steve & Mary	425 Rosewood Court Louisville, KY 40223
Fowler, Mary Jo	258 Moser Road Louisville, KY 40223
Gibson, Howard & Margie	410 Rosewood Court Louisville, KY 40223
Glass, Leona	414 Rosewood Court Louisville, KY 40223
Goodman, Kathryn	276 Moser Road Louisville, KY 40223
Gray, Brenda & Gary	254 Moser road Louisville, KY 40223
Griffis, Bernie	264 Moser Road Louisville, KY 40223
Hauck, Evelyn	268 Moser Road Louisville, KY 40223
Kraft, Naomi	342 Rosewood Drive Louisville, KY 40223

Leonberger, Ruth	443 Rosewood Court Louisville, KY 40223
Malinowski, John & Sandy	278 Moser Road Louisville, KY 40223
McPherson, Marilyn & Darin	270 Moser Road Louisville, KY 40223
Miller, Lillian	340 Rosewood Drive Louisville, KY 40223
Nickell, Judge James	331 Rosewood Drive Louisville, KY 40223
Roberts, Bob & Bea	346 Rosewood Drive Louisville, KY 40223
Robinson, Rose	327 Rosewood Drive Louisville, KY 40223
Sheehy, Joanne	431 Rosewood Court Louisville, KY 40223
Snyder, Al & Dorothea	325 Rosewood Drive Louisville, KY 40223
Surratt, Janice	437 Rosewood Court Louisville, KY 40223
Taylor, Al & Sandra	408 Rosewood Court Louisville, KY 40223
Tilley, Norma	432 Rosewood Court Louisville, KY 40223
Uthoff, Freda	250 Moser Road Louisville, KY 40223
Wheatley, Bettie	433 Rosewood Court Louisville, KY 40223
Wilkey, Bill & Tommie J.	256 Moser Road Louisville, KY 40223
Williams, Bob & Frances	400 Rosewood Court Louisville, KY 40223
Worsham, Stan & Maryellen	260 Moser Road Louisville, KY 40223

Dembny, Kellie Sue Como, Mike	412 Rosewood Court Louisville, KY 40223
Pershing, Kathy	453 Rosewood Court Louisville, KY 40223
Shaw, Wilma	455 Rosewood Court Louisville, KY 40223
Spalding, Bill & Mary Jane	421 Rosewood Court Louisville, KY 40223

ARTICLE X

The By-Laws may be adopted or amended by majority of the members of the Corporation if so provided in the By-Laws by the Directors of the Corporation.

ARTICLE XI

Membership in the Corporation may be terminated in a manner provided by the By-Laws of the Corporation and unless otherwise provided in the By-Laws, all rights of a member in the Corporation shall cease on termination of his membership.

ARTICLE XII

Members of the Corporation shall not be personally liable for any debt or obligation solely by reason of their being members.
KRS 273.187(2).

ARTICLE XIII

The Articles of Incorporation of this Corporation may be changed by either written consent of the majority of its members or by vote of the majority of those members who are present and voting

at a meeting duly called upon notice for the specific purpose of changing these Articles.

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Karen Compton	419 Rosewood Court Louisville, KY 40223
James D. Coyle	435 Rosewood Court Louisville, KY 40223
Steve Fatovic	425 Rosewood Court Louisville, KY 40223
Naomi Kraft	342 Rosewood Drive Louisville, KY 40223
Norma Tilley	423 Rosewood Court Louisville, KY 40223
Bettie Wheatley	433 Rosewood Court Louisville, KY 40223
Robert L. Williams	400 Rosewood Court Louisville, KY 40223

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation.

Karen Compton
KAREN COMPTON

James D. Coyle
JAMES D. COYLE

Steve Fatovic
STEVE FATOVIC

Naomi Kraft
NAOMI KRAFT

Norma Tilley
NORMA TILLEY

Robert L. Williams
ROBERT L. WILLIAMS

COMMONWEALTH OF KENTUCKY
COUNTY OF JEFFERSON

I, a Notary Public in and for the state and county aforesaid, do hereby certify that the foregoing persons, KAREN COMPTON, JAMES D. COYLE, STEVE FATOVIC, NAOMI KRAFT, NORMA TILLEY, and ROBERT L. WILLIAMS, all of Jefferson County, Kentucky, appeared before me personally and acknowledged that they had each of them signed the foregoing Articles of Incorporation as their free, voluntary act and deed, for the purpose therein stated.

Witness my hand and seal of office this 3rd day of August, 1992.

My commission expires: March 31, 1996.

Sheila Ray
NOTARY PUBLIC
STATE AT LARGE, KY.

THIS INSTRUMENT PREPARED BY:

John B. Southard, Jr.
JOHN B. SOUTHARD, JR.
Attorney at Law
11700 Main Street
Middletown, Kentucky 40243
Phone: (502) 245-6641

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County Clerk: Rebecca Jackson
Deputy Clerk: CHERYL

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Verd.