

**ARTICLES OF INCORPORATION
OF
THE HARBISON CONDOMINIUM ASSOCIATION, INC.**

RECEIVED & FILED
8.00
SEP 11 11 58 AM '96
JOHN Y. SHREVE, CLERK
JEFFERSON COUNTY, KY

The undersigned incorporator, James R. Williamson, 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:

**ARTICLE I
Name**

The name of the corporation is The Harbison Condominium Association, Inc.

**ARTICLE II
Purposes**

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 to KRS 381.990, as amended) for the operation and administration of The Harbison Condominiums, a condominium project established in Jefferson County, Kentucky, pursuant to the provisions of the Kentucky Horizontal Property Law and the terms of a certain master deed recorded in Deed Book 6262, Page 315, in the office of the Jefferson County, Kentucky Clerk.

**ARTICLE III
Powers**

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, as amended; all the powers conferred upon a council of co-owners under the provisions of the Kentucky Horizontal Property Law; all the powers conferred upon the corporation and the "Counsel" as defined in the master deed for The Harbison Condominiums, and exhibits annexed thereto, as amended from time to time, which documents are recorded as aforesaid in the office of the Jefferson County, Kentucky Clerk; and all the powers necessary, proper, convenient, or desirable in order to fulfill and further the purpose of the corporation.

**ARTICLE IV
Duration**

The corporation is to have perpetual existence.

082999:1:66251.Lou2
THE HARBISON ART INC

ARTICLE V

Registered Office and Resident Agent; Principal Office

The street address of the initial registered office of the corporation in the Commonwealth of Kentucky is 730 West Main Street, Suite 200, Louisville, Kentucky, 40202 and the name of the initial registered agent of the corporation at such address is David A. Lambertus.

The mailing address of the principal office of the corporation is 730 West Main Street, Suite 200, Louisville, Kentucky, 40202.

ARTICLE VI

Members

All owners of record of units in The Harbison Condominiums shall be members of the corporation, and membership in the corporation shall be limited to such owners of record of such units. Membership in the corporation shall terminate when a person is no longer the owner of record of such 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 for The Harbison Condominiums and the bylaws for the corporation.

ARTICLE VII

Incorporator

The name and address of the incorporator of the corporation James R. Williamson, Stites & Harbison, 400 West Market Street, Suite 1800, Louisville, Kentucky, 40202.

ARTICLE VIII

Directors

The initial board of directors of the corporation shall consist of three (3) persons who shall serve until the first annual meeting of the members of the corporation. The names and addresses of said director(s) are:

Names	Address
David A. Lambertus	730 West Main Street, Suite 200, Louisville, Kentucky 40202

082999:1:66251.Lou2
THE HARBISON ART INC

Elizabeth Pepa

730 West Main Street, Suite
200, Louisville, Kentucky
40202

John Tim McCall

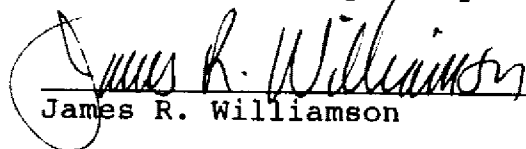
730 West Main Street, Suite
200, Louisville, Kentucky
40202

At the first annual meeting of the members of the corporation, three (3) members of the board of directors shall be elected. Thereafter, the affairs of the corporation shall be conducted by a board of directors of not less than three persons nor more than the number of persons specified in the bylaws for the corporation.

ARTICLE IX
Limitation of Director Liability

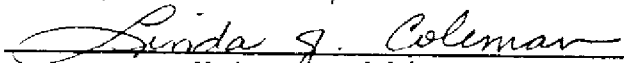
Directors shall not be liable to the corporation for monetary damages for any act or omission constituting a breach of his or her duties as a director unless such act or omission (A) is one in which the director has a personal financial interest which is in conflict with the financial interests of the corporation; (B) is not in good faith or involves intentional misconduct or is known to the director to be a violation of law; or (C) is a transaction from which the director derived an improper personal benefit.

Witness the execution hereof as of the day and year set forth below:


James R. Williamson

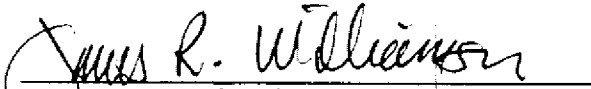
COMMONWEALTH OF KENTUCKY)
) SS:
COUNTY OF Jefferson)

I, the undersigned notary public in and for the Commonwealth and county aforesaid, do hereby certify that JAMES R. WILLIAMSON personally appeared before me and, after having been duly sworn, declared, acknowledged, and verified the foregoing to be the articles of incorporation of THE HARBISON CONDOMINIUM ASSOCIATION, INC., this 9th day of September, 1996.

My commission expires: September 10, 1997

Notary Public

082999:1:66251.Lou2
THE HARBISON ART INC

This instrument was prepared by:



James R. Williamson
SPITES & HARBISON
1800 Providian Center
400 West Market Street
Louisville, Kentucky 40202-3352
(502) 587-3400

A 122399

Document No: 1996122399
Lodged By: stites
Recorded On: Sep 13, 1996 02:40:04 P.M.
Total Fees: ~~11.00~~ 11.00
County Clerk: Rebecca Jackson
Deputy Clerk: CARRIED

