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Trey Grayson
Secretary of State

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ARTICLES OF INCORPORATION

OF

SIGNATURE POINT CONDOMINIUM COUNCIL, INC.

The undersigned hereby incorporates a nonprofit corporation ("Corporation") without capital stock or stockholders, under the provisions of KRS 273.161 *et seq.*, and for that purpose adopts the following Articles of Incorporation.

ARTICLE I

Name of Corporation

The name of the Corporation is "Signature Point Condominium Council, Inc."

ARTICLE II

Purposes and Powers

2.1 Any provision of these Articles of Incorporation to the contrary notwithstanding, the Corporation shall not have any purpose or object, nor have or exercise any power, nor engage in any activity, which in any way contravenes, or is in conflict with, the other provisions of ARTICLE II of these Articles of Incorporation.

2.2 The objects and purposes of the Corporation, and the powers it shall have and may exercise, are as follows:

(a) To establish a "Council of co-owners" as that term is defined in KRS 381.810(5).

(b) To manage, maintain and care for the condominium property located in Louisville, Kentucky, in such manner that no part of its net income or property inures to the benefit of any private person, except as reasonable compensation for services actually rendered.

(c) To do any and all things which the Corporation's Board of Directors may determine, consistent with the provisions hereof, to be necessary or appropriate to effectuate the purposes for which the Corporation is organized as herein set forth, to the extent that the doing of such act or thing is not inconsistent with the provisions of Chapter 273 or Chapter 381 of Kentucky Revised Statutes, or any other applicable law or statute of the Commonwealth of Kentucky.

GDM 988449.16
February 15, 2008

ARTICLE III

Duration

The Corporation shall have perpetual duration.

ARTICLE IV

Members

The Corporation shall have one class of members with such qualifications and rights as shall be set forth in the Bylaws of the Corporation, subject to and in accordance with Article II.

ARTICLE V

Board of Directors

5.1 All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation managed under the direction of, its Board of Directors.

5.2 The Board of Directors shall consist of such number of individuals as may be fixed in the Bylaws of the Corporation ("Bylaws"); provided, however, that the Board of Directors shall not consist of fewer than three individuals.

5.3 A director may be removed as provided in the Bylaws.

ARTICLE VI

Initial Board of Directors

The number of directors constituting the initial Board of Directors is three (3), and the name and mailing address of each person who is to serve as an initial director is as follows, each person to serve until the first annual meeting of the Board of Directors and until such director's successor in office is elected and shall qualify:

<u>NAME</u>	<u>ADDRESS</u>
Jeff Hatfield	12975 Shelbyville Rd., Ste. 100, Louisville, KY 40243
Wendy Hargrove	12975 Shelbyville Rd., Ste. 100, Louisville, KY 40243
J. Scott Hagan	12975 Shelbyville Rd., Ste. 100, Louisville, KY 40243

ARTICLE VII

Registered Office; Registered Agent

The street address of the initial registered office of the Corporation is 12975 Shelbyville Road, Suite 100, Louisville, Kentucky 40243, and the name of its initial registered agent at such office is J. Scott Hagan.

ARTICLE VIII

Principal Office

The mailing address of the principal office of the Corporation is 12975 Shelbyville Road, Suite 100, Louisville, Kentucky 40243.

ARTICLE IX

Tandy C. Patrick, whose mailing address is 3500 National City Tower, 101 South Fifth Street, Louisville, Kentucky 40202, is the sole incorporator of the Corporation.

ARTICLE X

Indemnification of Directors and Officers

10.1 To the fullest extent permitted by, and in accordance with the provisions of, Kentucky law, as the same exists or may hereafter be amended, but only to the extent not in conflict with the provisions of Article II, the Corporation shall indemnify each director and officer of the Corporation against expenses (including, but not limited to, attorney's fees), judgments, taxes, penalties, fines (including, but not limited to, any excise tax assessed with respect to any employee benefit plan) and amounts paid in settlement (collectively, a "Liability"), incurred by such director or officer in connection with defending any threatened, pending or completed action, suit or proceeding (whether civil, criminal, administrative or investigative) to which such director or officer is, or is threatened to be made, a party because such director or officer is or was a director or officer of the Corporation, or is or was serving at the request of the Corporation as a member, director, officer, partner, trustee or agent of another domestic or foreign corporation, partnership, limited liability company, joint venture, trust or other enterprise, including, but not limited to, service with respect to benefits plans. A director or officer of the Corporation shall be considered to be serving an employee benefit plan at the Corporation's request if the duties of such director or officer to the Corporation also impose duties on, or otherwise involve services by, such director or officer to the plan or to participants in or beneficiaries of the plan.

10.2 To the fullest extent authorized or permitted by, and in accordance with the provisions of, Kentucky law, as the same exists or may hereafter be amended, but only to the extent not in conflict with the provisions of Article II, the Corporation shall pay or reimburse

expenses (including, but not limited to, attorney's fees) incurred by a director or officer of the Corporation who is a party to a proceeding in advance of final disposition of such proceeding.

10.3 The indemnification against Liability and advancement of expenses provided by, or granted pursuant to, this Article X shall, to the fullest extent authorized or permitted by, and in accordance with the provisions of, Kentucky law, as the same exists or may hereafter be amended, but only to the extent not in conflict with the provisions of Article II, not be deemed exclusive of other rights, if any, to which such director or officer of the Corporation seeking such indemnification or advancement may be entitled under the Bylaws or any agreement, action of disinterested directors or otherwise, both as to action in their official capacity and as to action in another capacity while holding such office of the Corporation, shall continue as to a person who has ceased to be a director or officer of the Corporation, and shall inure to the benefit of the heirs, executors and administrators of such a person.

10.4 Any repeal or modification of this Article X shall not adversely affect any right or protection of a director or officer of the Corporation under this Article X with respect to any act or omission occurring prior to the time of such repeal or modification.

ARTICLE XI

Elimination of Certain Liability of Directors

A director of the Corporation shall not be personally liable to the Corporation for monetary damages for breach of such director's duties as a director; provided, however, that this provision shall not eliminate or limit the liability of a director for the following: (i) for any transaction in which such director's personal financial interest is in conflict with the financial interests of the Corporation, (ii) for acts or omissions not in good faith or which involve intentional misconduct or are known to such director to be a violation of law or (iii) for any transaction from which such director derived an improper personal benefit. This Article XI shall continue to be applicable with respect to any such breach of duties by a director of the Corporation as a director notwithstanding that such director may thereafter cease to be a director and shall inure to the personal benefit of such director's heirs, executors and administrators.

ARTICLE XII

Private Property of Incorporator and Directors

None of the private property of the incorporator or any director of the Corporation shall be subject to any of the Corporation's debts and liabilities.

ARTICLE XIII

Severability of Provisions

Except as may conflict with the provisions of Article II, if any provision of these Articles of Incorporation, or its application to any person or circumstances, shall be held invalid by a court of competent jurisdiction, the invalidity shall not affect any other provisions or applications

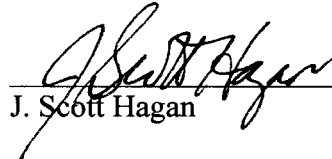
of these Articles of Incorporation that can be given effect without the invalid provision or application, and to this end the provisions of these Articles of Incorporation are severable.

IN TESTIMONY WHEREOF, witness the signature of the undersigned on this the 18th day of February, 2008.

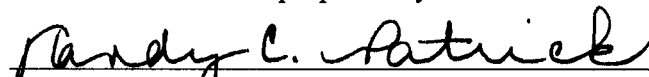

TANDY C. PATRICK, Incorporator

CONSENT OF REGISTERED AGENT

The undersigned, having been named in the Articles of Incorporation as the registered agent of the Corporation, hereby consents to serve in that capacity.


J. Scott Hagan

This instrument was prepared by:


Tandy C. Patrick
GREENEBAUM DOLL & McDONALD PLLC
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101 South Fifth Street
Louisville, Kentucky 40202
(502) 589-4200