



**Commonwealth of Kentucky**  
**Office of the Secretary of State**  
Suite 156, State Capitol  
Frankfort, KY 40601

Alison Lundergan Grimes  
Secretary of State

Corporate Records  
(502) 564-3490  
Fax (502) 564-5687

---

## FAX Cover Letter

**Please deliver the following pages to:**

**To:** KATE THOMPSON

**Fax Number:** 201-875-4312

**From:** MMOORE

**Reason:** REQUEST

**Date:** 8/28/2014

A total of 12 pages will be transmitted (including this cover sheet).

If you do not receive all of the pages or the copy is not legible, please call (502)564-3490 for assistance.

Thank you.



**Commonwealth of Kentucky  
Office of the Secretary of State**

Alison Lundergan Grimes  
Secretary of State

Suite 156, State Capitol  
Frankfort, KY 40601

Fax (502) 564-5687  
Corporate Filings (502) 564-3490  
Corporate Records (502) 564-3490

**Records Request Receipt**

KATE THOMPSON  
70 WYNNGATE LANE  
WILLIAMSVILLE NY 14221

Records Request ID: 77232  
Customer ID: 39839  
Date: Thursday, August 28, 2014  
Total Amount: \$17.00  
Total Amount Paid (to Records): \$17.00  
Corporate Records Balance: \$0.00

Payments Received:  
Amount: \$17.00, Method: Credit card

All charges have been paid in full. The documents requested are listed below.

Document	Pages/Quantity	Cost
Certified Copies (\$10.00 plus \$0.50 per page after 5 pages)	9 pages	\$12.00
Fax (\$5.00)	1	\$5.00



**Alison Lundergan Grimes**  
**Secretary of State**

**Certificate**

I, Alison Lundergan Grimes, Secretary of State for the Commonwealth of Kentucky, do hereby certify that the foregoing writing has been carefully compared by me with the original thereof, now in my official custody as Secretary of State and remaining on file in my office, and found to be a true and correct copy of

ARTICLES OF INCORPORATION OF

TIMBERWOOD, INC. FILED FEBRUARY 12, 1979;

CERTIFICATE OF ASSUMED NAME OF TIMBERWOOD I CONDOMINIUMS FILED  
 DECEMBER 7, 1982.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 28th day of August, 2014.



*Alison Lundergan Grimes*

Alison Lundergan Grimes  
 Secretary of State  
 Commonwealth of Kentucky  
 mmoore/0115640 - Certificate ID: 154491

00-20-1-1-70

115640

# Commonwealth of Kentucky

OFFICE OF  
SECRETARY OF STATE

DREXELL R. DAVIS  
*Secretary*



FRANKFORT,  
KENTUCKY

## CERTIFICATE OF INCORPORATION OF NON-STOCK, NON-PROFIT CORPORATION

I, DREXELL R. DAVIS, Secretary of State of the Commonwealth of Kentucky certify that there has been delivered to my office articles of incorporation of TIMBERWOOD, INC.

The name and address of the registered agent of this corporation is

JOSEPH H. COHEN

NAME

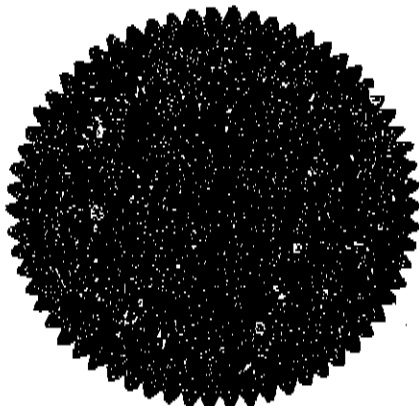
600 MARION E. TAYLOR BLDG., 312 RIVER CITY MALL

STREET ADDRESS

LOUISVILLE, KENTUCKY

CITY, STATE

NOW, THEREFORE, finding that these articles of incorporation conform to law and that all fees therefore having been paid as prescribed by law, I, DREXELL R. DAVIS, Secretary of State, issue this Certificate of Incorporation.



Issued this 12TH day of FEBRUARY, 1979,  
at Frankfort, Kentucky.

*Drexell R. Davis*

SECRETARY OF STATE

SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

SECRETARY OF STATE  
**RECEIVED**  
FEB 13 1979

ARTICLES OF INCORPORATION

OF

TIMBERWOOD, INC.

Commonwealth of Kentucky

The undersigned, Joseph H. Cohen, 9811 Reynolds Road, Louisville, Kentucky 40223, hereby makes the following declarations for the purpose of forming a nonstock, nonprofit corporation under the provisions of Chapter 273 of the Kentucky Revised Statutes, and does hereby adopt the following as its Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be TIMBERWOOD, INC., hereinafter referred to as the "Corporation."

ARTICLE XI

PURPOSE

The purpose for which the Corporation is organized is as follows:

1. A Condominium Project containing seventy-two (72) units in a total of eighteen (18) buildings, and known as TIMBERWOOD CONDOMINIUMS, was constructed and is in operation on certain lands located in Jefferson County, Kentucky, more particularly described as follows:

"Being Tracts 2 and 3 of PLAINVIEW FARM, Section 1, plat of which is recorded in Plat and Subdivision Book 29, Pages 33 and 34 and Tract 30 of PLAINVIEW, Section 10, plat of which is recorded in Plat and Subdivision Book 30, Page 12, in the Office of the Clerk of the County Court of Jefferson County, Kentucky."

This Corporation is organized and the purpose of the same is to provide a means of administering the Condominium Project by the owners thereof,

pursuant to the Kentucky Revised Statutes (KRS 381.805 to 381.910 -- Horizontal Property Law), as amended.

2. The documents creating the Condominium Project are dated January 11, 1974 and are recorded in the Office of the Clerk of the County Court of Jefferson County, Kentucky in Deed Book 4698, Page 343.

3. The Corporation shall make no distribution of income to its members, directors or officers.

ARTICLE III

POWERS

The powers of the Corporation shall be governed by the following provisions:

1. The Corporation shall have all the common law and statutory powers of a Corporation not for profit which are not in conflict with the terms of these Articles.

2. The Corporation shall have all the powers and duties set forth in KRS Chapter 381 relating to Condominiums and in the recorded Declaration of Condominium (Master Deed) of TIMBERWOOD CONDOMINIUMS, a certified copy of which is attached hereto and incorporated herein by this reference.

ARTICLE IV

MEMBERSHIP

The qualifications of members, the manner of their admission and voting by such members shall be as follows:

1. There shall be one (1) class of members. All unit owners shall be members of the Corporation and no other person or entities shall be entitled to membership.

2. Membership in the Corporation shall be established by recording in the Office of the Clerk of the County Court of Jefferson County, Kentucky, of a deed or other instrument establishing a change of record title to a condominium unit in the condominium project, the new owner designated by such instrument thereby becoming a member of the Corporation. The membership of the prior owner shall thereby terminate. The new owner or his agent shall notify the Corporation in writing of such change in ownership.

3. The share of a member in the funds and assets of the Corporation cannot be assigned, pledged or transferred in any manner except as an appurtenance to the individual condominium unit.

4. Members of the Corporation shall be entitled to vote on a percentage basis, and the percentage of the total vote to which each unit is entitled shall be the percentage of common interest assigned to such unit in the Declaration (Master Deed). Voting rights will be exercised in the manner provided by the By-Laws of the Corporation.

#### ARTICLE V

#### DIRECTORS

1. The affairs of the Corporation will be managed by a Board of not less than three or more than seven Directors, as shall be determined by the By-Laws. Directors need not be members of the Corporation.

2. Directors of the Corporation shall be appointed or elected at the annual meeting of the members in the manner set out in the By-Laws. Directors may be removed and vacancies of the Board of Directors shall be filled as set out in the By-Laws.

3. The names and addresses of the members of the Initial Board of Directors, which shall be composed of five (5) persons, who shall hold office until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Joseph H. Cohen	9811 Reynolda Road Louisville, Kentucky 40223
Robert Whitfield	953 Whetstone Way Louisville, Kentucky 40223
James Ford	955 Whetstone Way Louisville, Kentucky 40223
Bob Rollins	1004 Burning Springs Circle Louisville, Kentucky 40223
John Southard	1007 Whetstone Way Louisville, Kentucky 40223

4. The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate and appoint one or more committees each of which shall consist of two or more directors, which committees, to the extent provided in such resolution, shall have and exercise all the authority of the Board of Directors as limited by KRS 273.221.

#### ARTICLE VI

##### OFFICERS

The affairs of the Corporation shall be administered by officers elected by the Board of Directors of the Corporation at the annual meeting of the Board of Directors of the Corporation. The names and addresses of the officers who shall serve until their successors are elected, are as follows:

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
President	Joseph H. Cohen	9811 Reynolda Road Louisville, Kentucky 40223
Secretary	Robert Whitfield	953 Whetstone Way Louisville, Kentucky 40223
Treasurer	Bob Rollins	1004 Burning Springs Circle Louisville, Kentucky 40223



ARTICLE VII

INDEMNIFICATION

Every director and officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved by reason of his being or having been an officer or director of the Corporation, or any settlement thereof, whether or not he is a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties, provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursements as being for the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE VIII

BY-LAWS

The By-Laws of the Corporation shall be those By-Laws referred to in the aforesaid Declaration of Condominium (Master Deed) and may be altered, amended or rescinded in the manner provided by the said By-Laws.

ARTICLE IX

AMENDMENTS

Amendments to the Articles of Incorporation shall be adopted in the following manner:

These Articles of Incorporation may be amended at any regular or special meeting of the members of the Corporation, called in accordance with the By-Laws by the affirmative vote of three-fourths (3/4ths) of the voting percentage of members present at subject meeting, so long as notice of the subject matter of a proposed amendment shall have been included in the notice of such meeting at which a proposed amendment is considered. Each member shall have the amount of votes specified in Article IV of these Articles.

#### ARTICLE X

##### TERM

The duration of the Corporation shall be perpetual, unless the Corporation is terminated sooner by the unanimous action of its members, or by the termination of the condominium project in accordance with the condominium documents and the laws of the Commonwealth of Kentucky.

#### ARTICLE XI

##### INCORPORATORS

The names and addresses of the Incorporator of these Articles of Incorporation is:

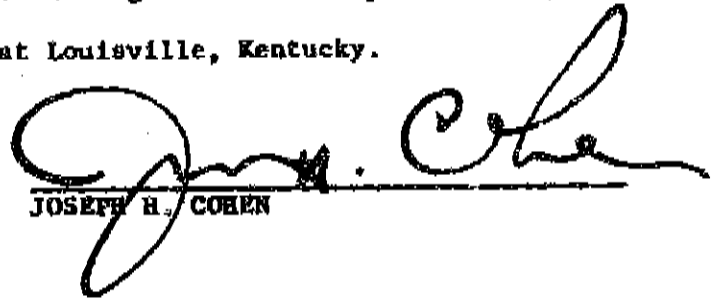
Joseph H. Cohen  
9811 Reynolda Road  
Louisville, Kentucky 40223

#### ARTICLE XII

##### REGISTERED OFFICE AND REGISTERED AGENT

The address of the Corporation's registered office in this Commonwealth is Suite 600 Marion E. Taylor Building, 312 River City Mall, Louisville, Kentucky 40202, and the name and address of its registered agent is Joseph H. Cohen, 600 Marion E. Taylor Building, 312 River City Mall, Louisville, Kentucky 40202.


IN TESTIMONY WHEREOF, witness the signature of Joseph H. Cohen,  
this 7<sup>th</sup> day of February, 1979, at Louisville, Kentucky.

  
JOSEPH H. COHEN


STATE OF KENTUCKY )  
                              )SS  
COUNTY OF JEFFERSON)

The foregoing instrument was acknowledged before me by Joseph H. Cohen, this 7<sup>th</sup> day of February, 1979.

My Commission Expires: September 27, 1979

  
NOTARY PUBLIC  
JEFFERSON COUNTY, KY.

This instrument was prepared by:

  
DAVID S. DAVIS, ATTORNEY  
429 Kentucky Home Life Building  
Louisville, Kentucky 40202  
583-2687

RECEIVED

SEP 09 1982

STATEMENT OF ASSUMED NAME

SECRETARY OF STATE  
COMMONWEALTH OF KY.

The undersigned, **TIMBERWOOD, INC.**, a Kentucky not-for-profit Corporation, of 1007 1/2 Whetstone Way, Louisville, Kentucky 40223, hereby certify that it is doing business under the assumed and fictitious name of **TIMBERWOOD I CONDOMINIUMS**.

IN TESTIMONY WHEREOF, witness the signatures of undersigned, for and on behalf of said Corporation.

TIMBERWOOD, INC.

BY: *Richard Johnson*  
~~RICHARD JOHNSON, PRESIDENT~~

FILED  
SECRETARY OF STATE OF KENTUCKY  
FRANKFORT, KENTUCKY

DEC 7 1982

ATTEST:

*Stephen Waterfill*  
STEPHEN WATERFILL, SECRETARY

*278100*  
*Stephen Waterfill*  
SECRETARY OF STATE

STATE OF KENTUCKY )  
                                  ) SS  
COUNTY OF JEFFERSON)

The foregoing instrument was subscribed and sworn to and acknowledged before me by Richard Johnson, President and Stephen Waterfill, Secretary of Timberwood, Inc., this 7th day of September, 1982.

My Commission expires: 11/11/86

*Marjorie Rowley*  
NOTARY PUBLIC,  
STATE AT LARGE, KENTUCKY

This instrument was prepared by:

*Joseph H. Cohen*

JOSEPH H. COHEN  
ATTORNEY AT LAW  
Suite 800, 312 Fourth Avenue  
Louisville, KY 40202  
589-3200