

# 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  
**WOODSPORTE TOWNHOMES, INC.**

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

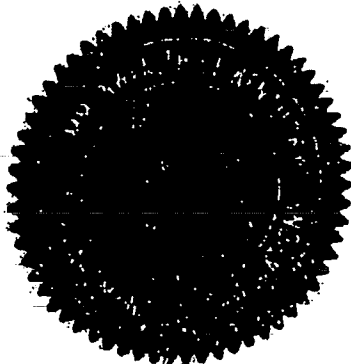
**ROBERT A. DONALD, III**

NAME **SUITE 414, MARION E. TAYLOR BUILDING**

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 22nd day of MAY, 19 84,  
at Frankfort, Kentucky.

SECRETARY OF STATE

SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

ORIGINAL COPY  
FILED AND RECORDED  
SECRETARY OF STATE OF KENTUCKY  
FRANKFORT, KENTUCKY

MAY 22 1984

*AKH*  
*Jeffery R. Davis*

SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

WOODSPOINTE TOWNHOMES

SECRETARY OF STATE

RECEIVED

MAY 22 1984

*AK 0040*

Commonwealth of Kentucky

The undersigned Incorporator, James E. Anderson, executed these Articles of Incorporation for the purpose of forming and does hereby form a non-stock, non-profit corporation under the laws of the Commonwealth of Kentucky in accordance with the following provisions:

347213

ARTICLE I

The name of the corporation is WOODSPOINTE TOWNHOMES, INC., and the duration is perpetual.

ARTICLE II

The general purpose of the corporation is to be a "Counsel of Co-Owners" (as defined in the Kentucky Horizontal Property Law KRS 381.025 to 381.999 as amended) for the operation and administration of a condominium regime known as Woodspointe Townhomes (hereinafter referred to as "Woodspointe Townhomes") to be established in Jefferson County, Kentucky, pursuant to the provisions of the Kentucky Horizontal Property Law by Oakview Joint Venture (hereinafter referred to as "Developer").

ARTICLE III

The corporation shall have all the powers conferred upon a non-stock, non-profit corporation organized under the provisions of Chapter 273 of the Kentucky Revised Statutes, all the powers conferred upon a Counsel of Co-Owners under the provisions of the Kentucky Horizontal Property Law; all the powers, if any,

conferred upon Woodspointe Townhomes by the Master Deed which is recorded in the office of the Clerk of the County Court of Jefferson County, Kentucky, in Deed Book 5185, at Page 777; and which Bylaws of which are recorded in the aforesaid Clerk's office in Deed Book 5412, at Page 817; and all the powers necessary, proper, convenient or desirable in order to fulfill and further the purposes of the corporation.

#### ARTICLE IV

The corporation is to exist so long as Woodspointe Townhomes exists under the condominium plan of ownership pursuant to the provisions of Kentucky Horizontal Property Law, unless the corporation is sooner terminated by the members in the manner provided in Chapter 273 of the Kentucky Revised Statutes, or pursuant to the Master Deed of Woodspointe Townhomes.

#### ARTICLE V

The initial registered office of the corporation in the Commonwealth of Kentucky is Suite 414, Marion E. Taylor Building, Louisville, Kentucky 40202.

The name of the corporation's initial registered agent at such address is Robert A. Donald, III.

#### ARTICLE VI

All persons who are owners of units in Woodspointe Townhomes shall be members of the corporation, and membership in the corporation shall be limited to such owners of units as may further be defined in its Bylaws. 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 from membership and the voting rights of members shall be more particularly governed by the Master Deed of Woodspointe Townhomes and the said Bylaws of the corporation.

ARTICLE VII

The Incorporator of the corporation is James F. Anderson, whose address is: 4121 Browns Lane, (D-29), Louisville, Kentucky.

ARTICLE VIII

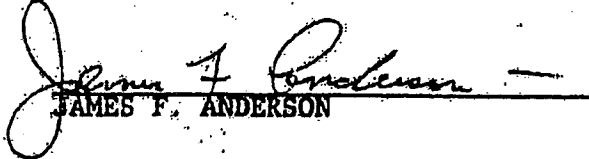
The corporation shall have a Board of Directors (being the same as the Board of Administration referred to in the Master Deed and Bylaws of Woodspointe Townhomes) consisting of five (5) persons, but said number may be amended in the manner provided in the Bylaws of the corporation. The Board of Directors of the corporation shall consist of five (5) persons who shall serve in the manner provided in the Bylaws of the corporation. The names and addresses of the initial directors are: James F. Anderson, 4121 Browns Lane (D-29), Louisville, Kentucky; Martha Dunhoff, 4121 Browns Lane (B-11), Louisville, Kentucky; Steven Carter, 4121 Browns Lane (C-20), Louisville, Kentucky; Marty Hayden, 4121 Browns Lane (C-24), Louisville, Kentucky; and Richard E. Meador, 4121 Browns Lane, Louisville, Kentucky.

Anything to the contrary contained herein notwithstanding, the Developer shall have all rights, powers and responsibilities as may be set forth in the Master Deed and Bylaws of Woodspointe Townhomes.

ARTICLE IX

The Bylaws for the corporation have been adopted by the initial Board of Directors of the corporation pursuant to the authority granted to it in the Master Deed and may be added to, amended or repealed by its members in the manner therein provided.

SIGNED AND ACKNOWLEDGED by the Incorporator at Louisville, Kentucky, this 30<sup>th</sup> day of April, 1984.

  
JAMES F. ANDERSON

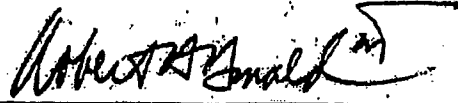
STATE OF KENTUCKY )  
                          ) SS  
COUNTY OF JEFFERSON )

Cometh I, the undersigned Notary Public in and for the Commonwealth and County aforesaid do hereby certify that James F. Anderson personally appeared before me and acknowledged the foregoing Articles of Incorporation of Woodspointe Townhomes, Inc. this 30<sup>th</sup> day of April, 1984.

My commission expires: Notary Public, State of Kentucky  
My commission expires Mar 31, 1985

  
NOTARY PUBLIC, STATE AT LARGE

This document prepared by:

  
Robert A. Donald  
414 Marion E. Taylor Building  
Louisville, Kentucky 40202  
(502) 589-4215