

ARTICLES OF INCORPORATION

OF

HARVEST HILL

HOMEOWNERS' ASSOCIATION, INC.,

a Kentucky Non-Stock, Non-Profit Corporation

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MAY 31 11 48 AM '94

BOB R. BERRY  
SECRETARY OF STATE  
COMMONWEALTH OF KENTUCKY  
BY

LIBER 0046 PAGE 214

KNOW ALL MEN BY THESE PRESENTS: That the undersigned is hereby organizing a Non-stock, Non-profit Corporation under the laws of the Commonwealth of Kentucky, in such cases made and provided.

ARTICLE I:

The Corporation shall be named and known as Harvest Hill Homeowners' Association, Inc.

ARTICLE II:

The existence of the Corporation shall be perpetual or until dissolved in a manner provided by law.

ARTICLE III:

The Corporation shall be organized for the purpose of acting as a Homeowners' Association for Harvest Hill Subdivision; to operate, maintain and own the Homeowners' Association property; to enforce the covenants, conditions, restrictions and other provisions set forth in the Declaration of Covenants, Conditions and Restrictions for Harvest Hill and for the enforcement of the rules and regulations promulgated by the Homeowners' Association. The Homeowners' Association shall have such powers as are described in Chapter 273 of the Kentucky Revised Statutes for non-profit, non-stock corporations, as same may be amended from time to time.

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KENTON COUNTY CLERK - COV  
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TYPE: ARTICLES OF INCORPORATION  
TOTAL FEES/TAX: 7.00  
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ARTICLE VIII

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all assets of the Corporation to a public body or a non-profit Corporation with similar purposes.

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ARTICLE IV:

The principal office of the Corporation and the registered office of the Corporation shall be: 139 Aristocrat Drive, Florence, Kentucky 41042 and its registered agent at that address shall be Donnie Snow.

ARTICLE IX

ARTICLE V:

The initial Board of Directors, who are to serve until the first annual meeting of the Board of Directors, shall consist of three (3) members whose names are as follows:

Donnie Snow - President  
George Finke - Vice-President  
Paul Kessen - Secretary/Treasurer

All At: 139 Aristocrat Dr.  
Florence, Ky. 41042

ARTICLE VI:

The name and address of the Incorporator is as follows:

Donnie Snow  
139 Aristocrat Drive  
Florence, Kentucky 41042

ARTICLE VII:

These Articles may be amended only by an affirmative vote of two-thirds of all members entitled to vote thereon.

ARTICLE VIII:

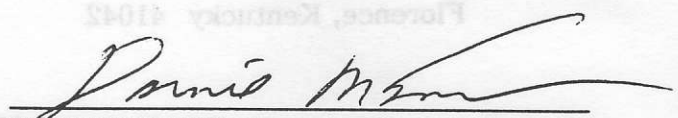
The Corporation shall indemnify any Director or Officer or former Director or Officer of the Corporation, or any person who may have served at its request as a Director or Officer of another corporation in which it owned shares of capital stock or of which it is a creditor, against expenses actually and reasonably incurred by him in connection with the defense of any action, suit or proceeding, civil or criminal, in which he is made a party by reason of being or having been such Director or Officer, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of a duty to the Corporation.

ARTICLE IX:

No Director of the Corporation shall have any personal liability to the Corporation for monetary damages for breach of his duties as a Director, provided that such provision shall not eliminate or limit the liability of a Director: (a) for any transaction in which the Director's personal financial interest is in conflict with the financial interest of the Corporation; (b) for acts or omissions not in good faith or which involve intentional misconduct or are known to the Director to be a violation of law; or (c) for any transaction from which the Director derived an improper personal benefit.

WITNESS the hand of the Incorporator this 26<sup>th</sup> day of May,

1994.

  
DONNIE SNOW, Incorporator



COMMONWEALTH OF KENTUCKY )

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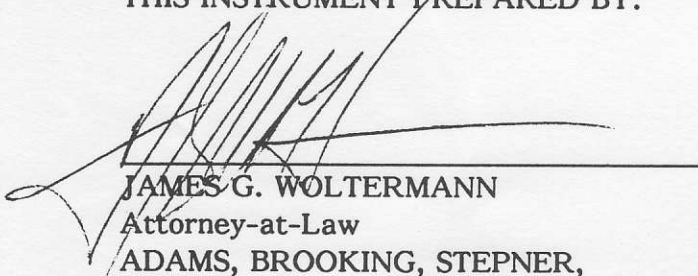
:SS.

COUNTY OF BOONE )

The foregoing Articles of Incorporation was acknowledged before me, a Notary Public, by Donnie Snow as Incorporator of Harvest Hill Homeowners' Association, Inc., a Non-Profit, Non-Stock Corporation this 26 day of May, 1994.

*Stacey Daugherty Kelly*  
NOTARY PUBLIC  
MY COMM. EXP. 04-8-95

THIS INSTRUMENT PREPARED BY:



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Attorney-at-Law  
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RETURN TO:--

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MAY 17, 1994