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ADD
Alison Lundergan Grimes
Kentucky Secretary of State
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7/10/2012 10:22 AM
Fee Receipt: $8.00

ARTICLES OF INCORPORATION OF THE HOME PLACE OF LEXINGTON HOMEOWNERS ASSOCIATION, INC.

The undersigned, acting as Incorporator of a non-stock, non-profit corporation pursuant to KRS 273.161 to 273.390, adopts the following Articles of Incorporation:

ARTICLE 1 – NAME

The name of the Corporation is THE HOME PLACE OF LEXINGTON HOMEOWNERS ASSOCIATION, INC.

ARTICLE 2 – PURPOSE

The Corporation is organized to operate and administer a homeowners association for Clark Property, Unit 1, 1-A, 1-B, 1-C, 1-D and 1-E, Units 1-F, 1-G, 1-H, 1-I, 1-J, 1-K and 1-L and Units 2-B, 2-C, 2-D, 2-E, 2-F and 2-G and additional property that may be added from time to time as provided in the By-Laws of the Corporation as amended from time to time.

ARTICLE 3 – DURATION

The duration of the Corporation shall be perpetual.

ARTICLE 4 – REGISTERED OFFICE AND AGENT

The registered office of the Corporation in the Commonwealth of Kentucky is 3909 Branham Park, Lexington, Kentucky 40515. The registered agent at the same address is Matt Foster.

ARTICLE 5 – PRINCIPAL OFFICE

The mailing address of the Corporation's principal office is 3909 Branham Park, Lexington, Kentucky 40515.

ARTICLE 6 – BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. Members of the Board shall be members of the Corporation. The initial Board of Directors shall consist of three (3) Directors, who shall hold office until their successors are elected and have qualified, or until removed. The names and addresses of the members of the initial Board of Directors are:

Matt Foster	3909 Branham Park Lexington, Kentucky 40515
Ralph A. Ruschell	1005 Richmond Road Lexington, Kentucky 40502

Ed Sarfo

3325 Orchard Grass Road
Lexington, KY 40509

ARTICLE 7 – DISSOLUTION

The Corporation may be dissolved only with the assent of the members authorized to vote a majority of the votes of the authorized members, in conformity with the requirements of the laws of the Commonwealth of Kentucky. Any proposal to dissolve the Corporation shall be in writing, and a notice of the time and place when and where the proposal to dissolve is to be considered by the Membership shall be mailed to every member at least twenty (20) days prior to the said meeting. The Corporation may be dissolved only in the event provision is made for the maintenance and other obligations relating to its property either by acceptance by a governmental entity or an association or corporation devoted to purposes substantially similar to that of the Corporation, which said governmental entity, association, corporation, or other similar entity shall assume all obligations for the maintenance and other obligations relating to the property as contained in these Articles and the recorded Covenants and Restrictions applicable to the Property, or provision be made for the development of the property so as to remove the requirement and necessity for maintenance and the other obligations related to the property.

ARTICLE 8 – LIABILITY OF DIRECTORS

The liability of each and all of the Directors of this Corporation shall be eliminated or limited to the greatest extent permitted by law and no Director of the Corporation shall be liable to the Corporation or its shareholders for monetary damages for breach of such Director's duties as a Director except for the following (which exceptions shall be construed as narrowly permissible):

(1) Any transaction in which the Director's personal financial interest is in conflict with the financial interest of the Corporation;

(2) Acts or omissions not in good faith or which involve intentional misconduct or are known to the Director to be a violation of law;

(3) Any transaction from which the Director derived an improper personal benefit.

ARTICLE 9 – INCORPORATION

The name and mailing address of the Incorporator is John S. Talbott, 301 East Main Street, Suite 600, Lexington, Kentucky 40507.

Signed and acknowledged by the Incorporator at Lexington, Kentucky this 5th day of July, 2012.

JOHN S. TALBOTT
Incorporator

STATE OF KENTUCKY
COUNTY OF FAYETTE

The foregoing Articles of Incorporation were acknowledged before me this 5th day of July, 2012 by John S. Talbott, as Incorporator of The Home Place of Lexington Homeowners Association, Inc.

My Commission Expires: 10-12-2012

NOTARY PUBLIC
NOTARY ID: n/a

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Matt Foster, do hereby accept appointment as registered agent of The Home Place of Lexington Homeowners Association, Inc.

Signed this 3 day of July, 2012.

MATT FOSTER

STATE OF KENTUCKY
COUNTY OF FAYETTE

The foregoing Acceptance of Appointment as Registered Agent was acknowledged before me this 3 day of July, 2012 by Matt Foster.

My Commission Expires: July 12, 2012

NOTARY PUBLIC
NOTARY ID:

THIS INSTRUMENT WAS PREPARED BY:

JOHN S. TALBOTT
DeCAMP & TALBOTT, P.S.C.
301 East Main Street, Suite 600
Lexington, Kentucky 40507
Telephone: (859) 225-1191
Facsimile: (859) 225-5176

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Alison Lundergan Grimes
Kentucky Secretary of State
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11/9/2012 1:22 PM
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ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF THE HOME PLACE OF LEXINGTON HOMEOWNERS ASSOCIATION, INC.

Pursuant to **KRS 273.161 to 273.390**, The Home Place of Lexington Homeowners Association, Inc., a Kentucky non-stock, non-profit corporation, ("Corporation") executes these articles of amendment to its Articles of Incorporation:

(A) The name of the non-stock, non-profit corporation is The Home Place of Lexington Homeowners Association, Inc.

(B) The Corporation restates Article 2 of its Articles of Incorporation to provide as follows:

ARTICLE 2 - PURPOSE

The Corporation is organized to operate and administer a homeowners association for Clark Property, Units 1, 1-A, 1-B, 1-C, 1-D and 1-E, Units 1-F, 1-G, 1-H, 1-I, 1-J, 1-K and 1-L and Units 2-A, 2-B, 2-C, 2-D, 2-E, 2-F and 2-G and additional property that may be added from time to time as provided in the By-Laws of the Corporation as amended from time to time.

(C) The Board of Directors of the Corporation unanimously approved the amendment of the Corporation's Articles of Incorporation.

(D) The foregoing restated Article 2 supersedes the original Article 2 of the Articles of Incorporation and all amendments thereto of the Corporation.

IN WITNESS WHEREOF, the undersigned duly authorized officer has executed these articles of amendment to its Articles of Incorporation this the 18 day of September, 2012.

THE HOME PLACE OF LEXINGTON HOMEOWNERS ASSOCIATION, INC.

BY: _____

ITS: member