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Trey Grayson
Secretary of State
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**ARTICLES OF INCORPORATION
OF
SPRING DRIVE CONDOMINIUMS
COUNCIL OF CO-OWNERS, INC.**

The undersigned incorporator has 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:

ARTICLE I - NAME

The name of this corporation is "Spring Drive Condominiums Council of Co-Owners, Inc."

ARTICLE II - PURPOSE

The general purpose of this corporation is to be the "Council of Co-Owners" as defined in the Kentucky Horizontal Property Law, as amended, for the operation and administration of the Spring Drive Condominiums, a condominium established in Jefferson County, Kentucky, pursuant to the provisions of the Kentucky Condominium Property Law.

ARTICLE III - POWERS

This 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, as amended; all of the powers conferred upon the Council of Co-Owners under the provisions of the Kentucky Condominium Property Law, as amended; all of the powers conferred upon the corporation in the Master Deed for the Spring Drive Condominiums which document is recorded in the Office of the Clerk of Jefferson County, Kentucky; and, all of the powers necessary and proper, convenient and desirable

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Bobbie Holsclaw, Clerk
By _____ D.C.

in order to fulfill and further the purpose of this corporation.

ARTICLE IV - DURATION

The duration of this corporation shall be perpetual until the corporation is sooner terminated by the members in the manner provided in Chapter 273 of the Kentucky Revised Statutes, as amended.

ARTICLE V - REGISTERED OFFICE AND REGISTERED AGENT

The registered and principal office in the Commonwealth of Kentucky of this corporation is 1807 Frankfort Avenue, Louisville, Kentucky, 40206 and the registered agent of this corporation is Artis C. Cobb, whose address is 1807 Frankfort Avenue, Louisville, Kentucky, 40206.

ARTICLE VI - MEMBERS

All persons who are owners of units in Spring Drive Condominiums shall be members of this corporation and the membership in this corporation shall be limited to such owners of units. Membership in the corporation shall terminate when a person or other entity is no longer the owner of the unit. Subject to the foregoing admission to and termination of membership and the voting rights of members shall be more particularly governed by the Master Deed and the By-Laws for Spring Drive Condominiums.

ARTICLE VII - INCORPORATOR

The incorporator of this corporation is Artis C. Cobb, whose address is 1807 Frankfort Avenue, Louisville, Kentucky, 40206.

ARTICLE VIII - DIRECTORS

The affairs of this corporation are to be conducted initially by a Board of Directors consisting of three (3) members. The initial Board of Directors of this corporation shall consists of three (3) persons who shall serve until their successors are duly elected and qualified in the manner provided for in the By-Laws of this corporation and/or Master Deed. The names and addresses of the initial Directors are:

Artis C. Cobb, 1807 Frankfort Avenue, Louisville, Kentucky, 40206.

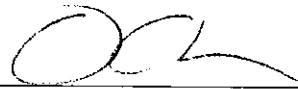
Austin Musselman, 1807 Frankfort Avenue, Louisville, Kentucky, 40206.

Dennus Dutton, 1807 Frankfort Avenue, Louisville, Kentucky, 40206.

ARTICLE IX - BY-LAWS

The initial By-Laws of this corporation shall be adopted by the initial Board of Directors of the Corporation and may be amended or repealed by majority of the member in the manner provided for in the By-Laws of the Corporation.

Signed, acknowledged and sworn to by the Incorporator in Louisville, Jefferson County, Kentucky this 28 day of September, 2006.



Artis C. Cobb, Incorporator

