

**ARTICLES OF INCORPORATION
OF
The White Oak Village Condominium Association, Inc.**

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, Dean R. Jones, having the capability to contract and acting as Incorporator for the purpose of forming a nonprofit corporation under the laws of the Commonwealth of Kentucky and Chapter 273 of the Kentucky Revised Statute in accordance with the following provisions.

ARTICLE I

The name of the corporation is **The White Oak Village Condominium Association, Inc.**

ARTICLE II

The period of its duration is perpetual, unless dissolved in the manner provided by the laws of the Commonwealth of Kentucky.

ARTICLE III

This Corporation is organized and shall be operated exclusively as a Homeowners Association with the meaning of Section 528 of the Internal Revenue Code, as amended, or corresponding provisions of any late federal tax laws.

ARTICLE IV

The purpose or purposes for which the corporation is organized are as follows:

(a) To manage, operate, maintain, and repair the condominium project in accordance with the provisions of the condominium documents. To govern and control, in part, the affairs and administration of the condominium project and fulfill its functions pursuant to the provision of the condominium documents.

(b) To do all and everything necessary, suitable or proper for the accomplishment of any of the purposes, the obtainment of any of the objectives, or the exercise of any of the powers herein set forth, either alone or in conjunction with other corporations, firms or individuals, and either as principals or agents, and to do every other act or acts, thing or things, incidents or appurtenant to or growing out of, or connected with the above mentioned objects, purposes, or powers.

(c) In general, to have exercise under the laws of the Commonwealth of Kentucky, and as the same may be amended, except as such powers are inconsistent with the expressed provisions of these Articles of Incorporation.

ARTICLE V

The address of the initial registered office of the corporation is 1348 White Oak Road, Stamping Ground, Kentucky 40379, and the name of its initial registered agent at such address is Dean R. Jones.

The registered office and resident agent of this corporation may be changed, pursuant to the statutes and laws of the Commonwealth of Kentucky, without the necessity of amending these Articles of Incorporation.

The mailing address of the corporation's principal office and place of business is 1348 White Oak Road, Stamping Ground, Kentucky 40379.

ARTICLE VI

The corporation shall be governed by a Board of Directors. The initial Board of Directors shall consist of four (4) directors. The Board of Directors may, by majority of vote of the membership of this corporation, increase the number of directors to more than four (4) but not greater than five (5) members. The number of directors may be changed without the necessity of amending these Articles of Incorporation. The initial Board of Directors are: Dean R. Jones, President, 1348 White Oak Road, Stamping Ground, Kentucky 40379; Christine H. Probett, Vice President, 1100 Adella Avenue, #29, Coronado, California 92118; Melissa S. Jones, Secretary, 1348 White Oak Road, Stamping Ground, Kentucky 40379; and Christopher J. Probett, Treasurer, 1100 Adella Avenue, #29, Coronado, California 92118.

ARTICLE VII

A director may only be removed from office before his term expires if he fails to perform his duties to the standard set forth in Kentucky Revised Statute 273.215 (1) and all directors not so charged with violating the statute vote for removal.

ARTICLE VIII

Directors of the corporation shall not be personally liable to the corporation for monetary damages for breach of any duties to the corporation except to the extent that such liability arises: (a) for any breach of the director's duty of loyalty to the corporation or its members; (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (c) for any transaction from which a director derived an improper personal economic benefit.

ARTICLE IX

The powers of the corporation shall include all the powers as authorized in Chapter 273 of the Kentucky Revised Statutes, any powers set out, or to be set out in the by-laws of the corporation:

(a) Under the name of the corporation it may adopt a corporate seal, and it has the power to contract and be contracted with, and it may receive, accept, purchase or acquire and hold in any other lawful manner, real and personal property, and it may dispose of same by gift, deed, or in any other lawful manner.

(b) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensations for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles of Incorporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation's, and the Corporation shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

(c) Anything contained in these Articles of Incorporation to the contrary notwithstanding, the Corporation shall not carry on or otherwise engage in any activities not permitted to be carried on or engaged in by (i) a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code, as amended, or any corresponding section of any future tax code; (ii) a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code, as amended, or any corresponding organized and existing under Chapter 273 of the Kentucky Revised Statutes.

(d) In the event of the dissolution and liquidation of this Corporation, to the extent allowed or permitted under applicable laws, the property and assets of the Corporation shall be, as determined by the Board of Directors.

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ARTICLE X

The corporation shall have no members except as may be provided by the By-Laws hereafter adopted by the directors.

ARTICLE XI

The By-Laws may be amended by a majority vote of the Board of Directors of the Corporation.

ARTICLE XII

The Articles of Incorporation of this Corporation may be changed by either written consent of a majority of its members or by vote of a majority of those members who are present and voting at a meeting duly called upon notice for the specific purpose of changing the articles.

The name and address of the incorporator is Dean R. Jones, 1348 White Oak Road, Stamping Ground, Kentucky 40379.

IN TESTIMONY WHEREOF, WITNESS the hand of the Incorporator this _____ day of August 2004.

DEAN R. JONES

COMMONWEALTH OF KENTUCKY
COUNTY OF SCOTT

On this _____ day of August 2004, personally appeared before me Dean R. Jones, the Incorporator herein, and produced to me, in said County and State, the within Articles of Incorporation of The White Oak Village Condominium Association, Inc., and acknowledge same to be its act and deed for the uses and purposes therein mentioned.

NOTARY PUBLIC - STATE AT LARGE

My Commission Expires: _____

THIS INSTRUMENT PREPARED BY:

JACK MARTIN GOINS
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