

# Commonwealth of Kentucky

OFFICE OF  
SECRETARY OF STATE

**BREMER EHRLER**  
*Secretary*



FRANKFORT,  
KENTUCKY

## CERTIFICATE OF INCORPORATION OF NON-STOCK, NON-PROFIT CORPORATION

*I, BREMER EHRLER, Secretary of State of the Commonwealth of Kentucky, certify that there has been delivered to my office articles of incorporation of*

HARRODS VIEW NEIGHBORHOOD ASSOCIATION, INCORPORATED

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

T. BRUCE SIMPSON

NAME

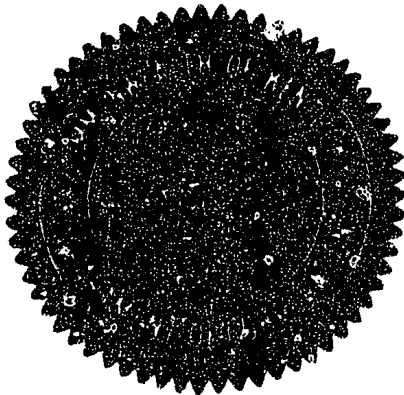
ANGELIS, PHILFOT, GORDON AND SIMPSON, 139 MARKET STREET

STREET ADDRESS

LEXINGTON, KENTUCKY 40507

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, BREMER EHRLER, Secretary of State, issue this Certificate of Incorporation.*



*Issued this* 28TH *day of* JULY, *19* 88,  
*at Frankfort, Kentucky.*

*Bremer Ehrler*

SECRETARY OF STATE

SECRETARY OF STATE

ASSISTANT SECRETARY OF STATE

ARTICLES OF INCORPORATION  
OF  
HARRODS VIEW  
NEIGHBORHOOD ASSOCIATION, INCORPORATED

ORIGINAL COPY FILED  
SECRETARY OF STATE OF KENTUCKY  
FRANKFORT, KENTUCKY

JUL 28 1988

*Benny E. Ehr*  
SECRETARY OF STATE  
58-23

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The undersigned natural person has this day adopted the following Articles of Incorporation for the purpose of forming a non-profit, non-stock corporation, pursuant to the laws of the Commonwealth of Kentucky and in accordance with Chapter 273 of the Kentucky Revised Statutes.

ARTICLE I

The name of the Corporation shall be Harrods View Neighborhood Association, Incorporated. The Harrods View Neighborhood shall include residences located on Lyon Drive between Cave Hill Lane and Sallee Drive and roads branching off such section of Lyon Drive including, but not limited to, Sallee Drive, McNair Way, McNair Court, Westmont Court and Westmont Circle; residences on Cave Hill Lane from Harrodsburg Road up to and including 2236 Cave Hill Lane; and residences at 3455 and 3421 Harrodsburg Road.

ARTICLE II

The duration of the Corporation shall be perpetual.

### ARTICLE III

The Corporation is organized exclusively for the purpose of engaging in charitable, civic and educational activities, more specifically to provide information concerning Harrods View neighborhood structures and infrastructures; to preserve and promote unique characteristics of the Harrods View neighborhood and other neighborhoods; and to assist and cooperate with interested parties by studying or conducting research to develop solutions, programs or resources for continued improvement of the quality of neighborhoods.

The terms "charitable" and "educational" as used herein shall be defined in Section 501 (c) (3) of the Internal Revenue Code of 1954 and the regulations adopted pursuant thereto, and to corresponding provisions of any later Federal tax laws and regulations.

### ARTICLE IV

Except as limited by the provisions of this Article, in carrying out the corporate purposes in Article III, the Corporation shall have all the powers granted by the laws of the Commonwealth of Kentucky, including in particular those listed in Section 273.171 of the Kentucky Revised Statutes.

The Corporation shall not undertake any action inconsistent with the purposes of the Corporation as described in Article III.

All other provisions of these Articles of Incorporation notwithstanding, the Corporation shall not engage in any activity not permitted an organization exempt from taxation by the United States Government in accordance with Section 501 (c) (3) of the Internal Revenue Code of 1954 or the regulations adopted pursuant thereto, or corresponding provisions of any later Federal tax laws and regulations. Without limiting the generality of the foregoing, the Corporation specifically shall not devote a substantial part of its activity at attempting to influence legislation by propaganda or otherwise or directly or indirectly participate in, or intervene in, any political campaign on behalf of or in opposition to any candidate for public office.

#### ARTICLE V

No portion of the net earnings of the Corporation shall inure to the benefit of any member, director or officer of the Corporation.

Upon dissolution of the Corporation, the assets of the Corporation shall be distributed to any similar organization which may then be qualified for tax exemption under provisions of Section 501 (c) (3) of the Internal Revenue Code of 1954 or corresponding provisions of any later Federal tax laws, as the Board of Directors shall determine.

The remaining assets, if any, shall be disposed of by the Circuit Court of Fayette County, exclusively for such purposes

or to such organizations as said Court shall determine are organized and operated exclusively for such purposes.

#### ARTICLE VI

The members of the Corporation shall be those persons comprising the initial Board of Directors. Additional members shall be of the same class of members as the original members and may join under the terms and conditions established by the Board of Directors.

#### ARTICLE VII

The number of Directors constituting the initial Board of Directors of the Corporation shall be three (3) and the names and addresses of the persons who shall serve as Directors until their successors are duly elected and qualified are:

<u>DIRECTOR</u>	<u>ADDRESS</u>
Gregory Freedman	2177 Sallee Drive Lexington, Kentucky
Bruce Simpson	2118 Sallee Drive Lexington, Kentucky
Gary Kyle	3512 Lyon Drive Lexington, Kentucky

#### ARTICLE VIII

The initial By-Laws shall be adopted by the initial Board of Directors. Thereafter, the Corporation shall be governed by the By-Laws.

ARTICLE IX

The name and address of the registered agent for service of process is:

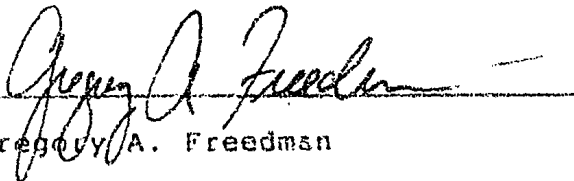
T. Bruce Simpson  
Angellis, Philpot, Gordon and Simpson  
139 Market Street  
Lexington, Kentucky 40507

PRINCIPAL OFFICE ADDRESS IS THE SAME AS THE REGISTERED OFFICE.

ARTICLE X

The name and address of the incorporator is Gregory A. Freedman, 2177 Sallee Drive, Lexington, Kentucky 40513.

IN WITNESS WHEREOF, the incorporator has hereunto set his hand this the twenty-eighth day of July, 1988.

  
\_\_\_\_\_  
Gregory A. Freedman

STATE OF KENTUCKY

COUNTY OF FAYETTE

Before me, the undersigned authority, personally appeared Gregory A. Freedman and being first duly sworn, acknowledged that he was an incorporator of the aforementioned Corporation, and that he signed the foregoing Articles of Incorporation as his free act and deed.

Witness my signature and seal of office this twenty-eighth day of July, 1988.

My Commission expires:

October 25, 1990

Betty O. Freedman  
NOTARY PUBLIC  
State - At-Large

This Document Prepared By:

Gregory A. Freedman  
Gregory A. Freedman  
Attorney-at-Law  
2177 Sallee Drive  
Lexington, Kentucky 40510