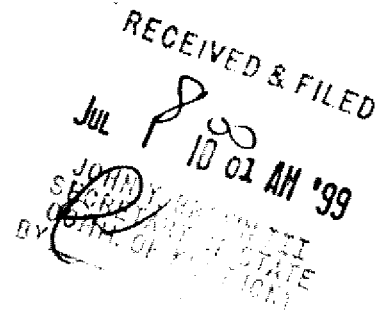


ARTICLES OF INCORPORATION  
OF  
DEER CREEK HOMEOWNERS, INC.



The undersigned, William A. Buckaway, Jr., 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**

The name of the corporation is DEER CREEK HOMEOWNERS, INC.

**ARTICLE II**  
**Purposes**

The general purpose of the corporation is to be the "Council of Co-Owners" (as defined in the Kentucky Horizontal Property Law, KRS 381.805 through 381.910) for the operation and administration of the condominium regime known as DEER CREEK CONDOMINIUMS (hereinafter referred to as "Deer Creek") to be established in Jefferson County, Kentucky pursuant to the provisions of Kentucky Horizontal Property Law.

**ARTICLE III**  
**Powers**

The 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, all the powers conferred upon the Council of Co-Owners under the provisions of the Kentucky Horizontal Property Law; all the powers conferred upon the corporation in the Master Deed and By-Laws of Deer Creek, which Master Deed is recorded in the Office of the Clerk of the County Court of Jefferson County, Kentucky; and all the powers necessary, proper, convenient or desirable in order to fulfill and further the purposes of the corporation.

**ARTICLE IV**  
**Duration**

The duration of the corporation shall be perpetual or until terminated according to law.

**ARTICLE V  
Principal Office and Registered Agent**

The principal office of the corporation in the Commonwealth of Kentucky is Suite 210, 10503 Timberwood Circle, Louisville, Kentucky, 40223.

The registered agent of the corporation is William F. Koch, Jr., Suite 210, 10503 Timberwood Circle, Louisville, Kentucky, 40223.

**ARTICLE VI  
Members**

All persons who are owners of units in Deer Creek shall be members of the corporation, and membership in the corporation shall be limited to such owners of units. Membership in the corporation shall terminate when a person is no longer the owner of a 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 of Deer Creek and the By-Laws of the corporation.

**ARTICLE VII  
Directors**

The corporation shall have a Board of Directors (being the same as Board of Administration referred to in the Master Deed and By-Laws of Deer Creek) of not less than three (3) nor more than five (5) persons, the number to be set by the members in the manner provided in the By-Laws of the corporation. The initial Board of Directors of the corporation shall consist of three (3) persons who shall serve until their successors are duly elected and qualified in the manner provided in the By-Laws of the corporation. The names and addresses of said initial Directors are:

Tom Kirchner	President	Suite 210 10503 Timberwood Circle Louisville, Kentucky 40223
Max Williams	Vice-President	Suite 210 10503 Timberwood Circle Louisville, Kentucky 40223
William F. Koch, Jr.	Secretary/Treasurer	Suite 210 10503 Timberwood Circle Louisville, Kentucky 40223

The initial By-Laws for the corporation shall be as adopted by the initial Board of Directors of the corporation and may be added to, amended or repealed by a majority of the members in the manner provided in the By-Laws of the corporation. Until changed, the By-Laws of Deer Creek shall be the By-Laws of the corporation.

Signed and acknowledged by the incorporator at Louisville, Kentucky, this 25 day of June, 1999.

DEER CREEK HOMEOWNERS, INC.

BY: William F. Koch, Jr.  
William F. Koch, Jr., Incorporator

STATE OF KENTUCKY  
COUNTY OF JEFFERSON

I hereby certify that the foregoing Articles of Incorporation of DEER CREEK HOMEOWNERS, INC. were verified to before me this 25 day of June, 1999, by William F. Koch, Jr.

My commission expires: 2/17/2002

Mary Schoenballe  
Notary Public

THIS INSTRUMENT PREPARED BY:

William A. Buckaway, Jr.  
WILLIAM A. BUCKAWAY, JR.  
TILFORD DOBBINS ALEXANDER BUCKAWAY & BLACK  
1400 One Riverfront Plaza  
Louisville, Kentucky 40202  
(502) 584-6137  
G:\OFFICE\WAB\6380.AOI

Document No.: DN1999111817  
Lodged By: dobbins  
Recorded On: 07/06/1999 03:43:59  
Total Fees: 9.00  
Transfer Tax: .00  
County Clerk: Bobbie Holsclaw  
Deputy Clerk: PENWIM

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