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Commonwealth of Kentucky

Department of State



Office of Secretary of State

ELMER BEGLEY, SECRETARY

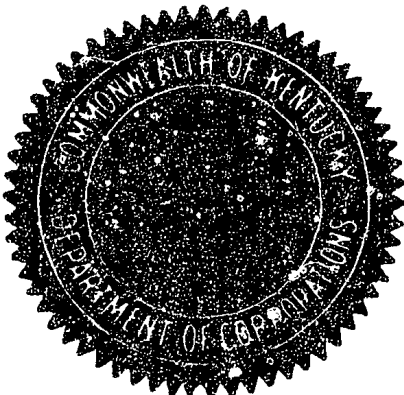
ARTICLES OF INCORPORATION

I, *ELMER BEGLEY*, Secretary of State of the Commonwealth of Kentucky, do hereby certify that Articles of Incorporation of

duly signed and acknowledged according to law, have this day been filed in my office. I further certify that all taxes, fees and charges payable upon the filing of said Articles of Incorporation have been paid

Witness my official signature this _____ day
of _____, 19____.

Elmer Begley
Secretary of State



SECRETARY OF STATE

Assistant Secretary of State

ARTICLES OF INCORPORATION
OF

A. H. CURELLA REALTY CO., INC.

SECRETARY OF STATE
RECEIVED
14.08
COMMONWEALTH OF KENTUCKY
Commonwealth of Kentucky

KNOW ALL MEN BY THESE PRESENTS:

That I, the undersigned, do under and pursuant to the laws of the State of Kentucky, in order to form a corporation for the purposes hereinafter set out, hereby certify as follows:

ARTICLE I

The name of this Corporation shall be A. H. CURELLA REALTY CO., INC.

ARTICLE II

The nature and purposes of the business and the objects to be transacted, promoted and carried on are to do any and all things herein mentioned as fully and to the same extent as natural persons might or could do, and in any part of the United States of America, viz:

1. To buy, sell, hold, lease, repair, deal-in, mortgage, convey and rent real estate; to manage property of all kinds; to act as broker for the sale of real estate and personal property; to engage in the mortgage loan and insurance business; and to do any and all things incidental to the operation of such a business.
2. To act in any and all places in any capacity, as agent or representative for any person, firm, corporation, association or entity.
3. To enter into, make, perform, and carry out, or cancel and rescind, contracts for any lawful purposes pertaining to the business of the corporation with any person, firm, corporation, association, partnership, or other entity.
4. To borrow money, either alone or in conjunction with subsidiary or affiliated corporations, and from time to time, without limit as to amount, to draw, make, accept, endorse, execute and issue bonds, debentures, promissory notes, drafts, bills of exchange,

warrants, letters of credit, and other negotiable or non-negotiable instruments and evidences of indebtedness, either alone or in conjunction with subsidiaries or affiliates of the corporation; to secure such bonds, debentures, promissory notes, drafts, bills of exchange, warrants, letters of credit, and other evidences of indebtedness, and the interest thereon, by pledge, hypothecation, or mortgage of any part or all of the intangible or tangible, real or personal assets of the corporation; to enter into indentures specifying the terms and incidents of such instruments and the subject matter of any pledge, hypothecation, or mortgage made to secure the same; to guarantee and accept responsibilities for the obligations of subsidiaries or affiliates of the corporation and to evidence such guaranty by execution of joint and several promissory notes of the corporation and of its subsidiaries or affiliates; and to do any and all other incidental acts and things necessary on the part of the corporation to borrow money.

5. To build houses, apartments, residential, commercial and all types of construction, including but not limited to shopping centers, apartment complexes, and subdivisions.

6. To appraise and evaluate real and personal property of every type and description.

7. To do everything necessary, proper, advisable or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, and to do every other act and thing necessary and incidental thereto or connected therewith, provided the same be not forbidden by the laws of the State of Kentucky.

8. The foregoing shall be construed both as objects and powers and the enumeration shall not be held to limit or restrict in any manner the general powers conferred to this corporation by Section 271.125 of the Kentucky Revised Statutes.

ARTICLE III

The duration of the corporation shall be perpetual.

ARTICLE IV

The principal office and place of business of the corporation and its registered office in the State of Kentucky, shall be 314 Armory Place Louisville, Jefferson County, Kentucky, and John J. Ford, Attorney at Law, 901-5 Kentucky Home Life Building, Louisville, Jefferson County, Kentucky, shall be its registered process agent.

ARTICLE V

The total number of shares authorized to be issued shall be one thousand (1,000) shares of no par value common stock. Any and all such shares of common stock issued shall be fully paid stock and not liable for any future costs or assessments thereon. All such shares shall have full voting powers.

ARTICLE VI

The capital stock of the corporation shall consist of common stock only, and there shall be no preferences, qualifications, limitations, or restrictions granted or imposed upon said shares.

ARTICLE VII

This corporation shall begin business with the sum of ONE-THOUSAND DOLLARS (\$1,000.00) and 00/100 as its paid in capital.

ARTICLE VIII

The name of the incorporator, his address and the number and kind of shares subscribed is as follows:

ANTHONY H. CURELLA	314 Armory Place Louisville, Kentucky	One (1)	Common Stock
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ARTICLE IX

The affairs of the corporation shall be conducted by a Board of not less than one (1) Director, nor more than twelve (12) Directors who shall be elected at the office of the corporation in the City of Louisville, Kentucky, or elsewhere, on the 1st day of November, in each year, provided that if said day falls on a Sunday or holiday, the election shall be the following day.

The Board of Directors shall elect a President, Vice-President, Secretary, and Treasurer, and any two of the offices of Vice-President,

Secretary and Treasurer may be held by one and the same person. The Board of Directors shall have the power and authority to create such additional offices as it may deem proper and expedient for the purposes of the corporation, and shall prescribe the several duties.

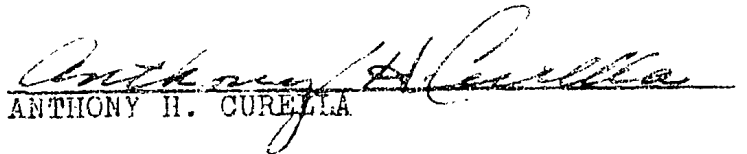
ARTICLE X

This Corporation is formed so as to comply with Section 1244 of the internal revenue Code, and all rules under said Section 1244 shall be complied with so as to qualify said Corporation thereunder.

ARTICLE XI

The private property of the stockholders shall not be subject to the payment of debts of the corporation.

IN TESTIMONY WHEREOF, witness the signature of the incorporator this 5th day of December, 1968.

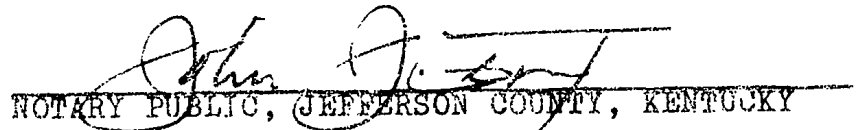

ANTHONY H. CURELLA

STATE OF KENTUCKY }
COUNTY OF JEFFERSON } SCT

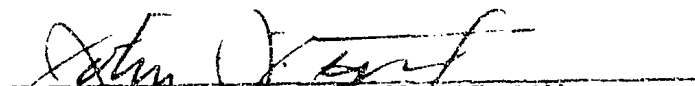
I, a Notary Public in and for the State and County aforesaid, do hereby certify that the foregoing Articles of Incorporation of A. H. CURELLA REALTY CO., INC., was this day produced before me in my office in the County and State aforesaid by Anthony H. Curella, party thereto, who acknowledged same to be his own free act and deed.

Witness my signature this 5th day of December, 1968.

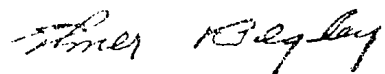
My commission expires: 4-13-70.


NOTARY PUBLIC, JEFFERSON COUNTY, KENTUCKY

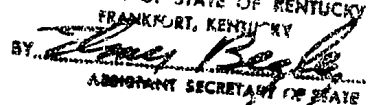
THIS INSTRUMENT PREPARED BY:


JOHN J. FORD, ATTORNEY AT LAW
901-5 Kentucky Home Life Building
Louisville, Kentucky 40202
583-8772

ORIGINAL COPY
FILED AND RECORDED



DEC 17 1968

SECRETARY OF STATE OF KENTUCKY
FRANKFORT, KENTUCKY
BY 
ADJUTANT SECRETARY OF STATE