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Michael G. Adams
Kentucky Secretary of State
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ARTICLES OF INCORPORATION

OF

THE MEADOW AT GRAND GARDEN HOMEOWNERS' ASSOCIATION, INC.,

A KENTUCKY NONPROFIT, NON-STOCK CORPORATION

KNOW ALL MEN BY THESE PRESENTS: That the undersigned Incorporator hereby executes these Articles of Incorporation for the purpose of forming and does hereby form a nonprofit corporation under Chapter 273 of the Kentucky Revised Statutes, in accordance with the following provisions.

ARTICLE I

This Corporation shall be named and known as **The Meadow at Grand Garden Homeowners' Association, Inc.**

ARTICLE II

The principal office of the Corporation shall be located at **8344 Pleasant Valley Road, Florence, Kentucky 41042**, and its registered office shall be located at **8344 Pleasant Valley Road, Florence, Kentucky 41042** and the initial registered agent for service of process at that address shall be **Thomas Schreiber**.

ARTICLE III

The Corporation shall be a non-profit organization, with no capital stock and from which no private pecuniary profit shall ever be derived by any Member, Director, Officer or other person, except such compensation as may be allowed for services actually rendered to the Corporation. The income of the Corporation shall be devoted solely to act as a Homeowners' Association for **The Meadow at Grand Garden Subdivision**.

ARTICLE IV

The purpose of the Corporation shall be to act as a Homeowners' Association for **The Meadow at Grand Garden Subdivision**; to operate, maintain and own the Homeowners' Association property; to enforce the Declaration for **The Meadow at Grand Garden Subdivision** and for the enforcement of the rules and regulations promulgated by the Homeowners' Association. The Corporation shall be operated for the sole purpose of carrying on one or more of the exempt functions set out in Section 528 of the Internal Revenue Code or the corresponding section of any future tax code. The Corporation shall have such powers as are described in Chapter 273 of the Kentucky Revised Statutes for non-profit, non-stock corporations, as same may be amended from time to time.

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all assets of the Corporation to a public body or a non-profit Corporation with similar purposes. No part of the net earnings of the Corporation shall inure to the benefit of any private person, other than as a direct result of its engaging in one or more exempt functions. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activities which are prohibited to a Homeowners' Association under Section 528 of the Internal Revenue Code or the corresponding section of any future federal tax code.

ARTICLE V

The initial Board of Directors, who are to serve until the first annual meeting of the Board of Directors, shall consist of **three (3)** Directors whose names and addresses are as follows:

Name	Address
Thomas Schreiber	8344 Pleasant Valley Road, Florence, KY 41042
John Harkrader	8344 Pleasant Valley Road, Florence, KY 41042
Greg Schreiber	8344 Pleasant Valley Road, Florence, KY 41042

The name and address of the Incorporator is as follows:

**Thomas Schreiber
8344 Pleasant Valley Road
Florence, KY 41042**

ARTICLE VI

These Articles may be amended only by an affirmative vote of a majority of all members entitled to vote thereon.

ARTICLE VII

Each person who is or was a director, trustee, or officer of the Corporation, whether elected or appointed, and each person who is or was serving at the request of the Corporation as a director, trustee, or officer of another corporation, whether elected or appointed, including the heirs, executors, administrators, or estate of any such person, shall be indemnified by the Corporation to the full amount against any liability, and the reasonable cost or expense (including attorney fees, monetary or other judgments, fines, excise taxes, or penalties and amounts paid or to be paid in settlement) incurred by such person in such person's capacity as a director, trustee,

officer, or employee or arising out of such person's status as a director, trustee, officer, or employee; provided, however, no such person shall be indemnified against any liability, cost, or expense incurred in connection with an action, suit, or proceeding in which such person shall have been adjudged liable on the basis that personal benefit was improperly received by such person, or if such indemnification would be prohibited by law. Such right of indemnification shall be a contract right and shall include the right to be paid by the Corporation the reasonable expenses incurred in defending any threatened or pending action, suit, or proceeding in advance of its final disposition; provided, however, that such advance payment of expenses shall be made only after delivery to the Corporation of an undertaking by or on behalf of such person to repay all amounts so advanced if it shall be determined that such person is not entitled to such indemnification. Any repeal or modification of this Article VII shall not affect any rights or obligations then existing. If any indemnification payment required by this Article is not paid by the Corporation within ninety (90) calendar days after written claim has been received by the Corporation, the director, trustee, officer, or employee may at any time thereafter bring suit against the Corporation to recover the unpaid amount and, if successful in whole or in part, such person shall be entitled to be paid also the expense of prosecuting such claim. The Corporation may maintain insurance, at its own expense, to protect itself and any such person against any such liability, cost, expense, whether or not the Corporation would have the power to indemnify such person against such liability, cost, or expense under the Kentucky Nonprofit Corporation Act or under this Article VII, but it shall not be obligated to do so. The indemnification provided by this Article VII shall not be deemed exclusive of any other rights which those indemnification may have or hereafter acquired under any By-Law, Agreement, statute, vote of members of Board of Directors or otherwise. If this Article VII or any portion thereof shall be invalidated on any ground by any court of competent jurisdiction, then the Corporation shall nevertheless indemnify each such person to the full extent permitted by any applicable portion of this Article VIII that shall not have been invalidated or by any other applicable law.

ARTICLE VIII

Notwithstanding the provisions of Article VII, the private property of the members of this Corporation shall be exempt from liability for any and all debt of the Corporation.

ARTICLE IX

No director shall be personally liable to the Corporation for monetary damages for breach of his duties as a director, except for liability:

1. For any transaction in which the director's personal financial interest is in conflict with the financial interests of the Corporation;
2. For acts or omissions not in good faith or which involve intentional misconduct or are known to the director to be a violation of law; or

3. For any transaction from which the director derives an improper personal benefit.

If the Kentucky Revised Statutes are amended after approval of this Article IX to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be deemed to be eliminated or limited by this provision to the fullest extent then permitted by the Kentucky Revised Statutes, as so amended. Any repeal or modification of this Article IX shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

WITNESS the hand of the Incorporator this 9th day of April, 2024.



THOMAS SCHREIBER
Incorporator

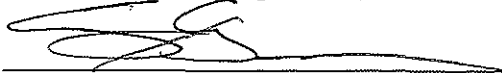
CONSENT OF INITIAL REGISTERED AGENT

Pursuant to the provisions of Chapter 273 of the Kentucky Revised Statutes, the undersigned as the initial registered agent identified in Article II of the Articles of Incorporation of **The Meadow at Grand Garden Homeowners' Association, Inc.** (the "Corporation"), hereby consents to serve the Corporation in that capacity until such time as such appointment is terminated or until the undersigned resigns in accordance with the Kentucky Non-Stock, Non-Profit Corporation Act.



THOMAS SCHREIBER
Initial Registered Agent

This Instrument Prepared By:



Corey T. Gamm
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