

**ARTICLES OF INCORPORATION OF
THE RESERVES AT SUGAR HILL HOMEOWNERS ASSOCIATION, INC.**

The Association having associated for the purpose of forming a non-profit, non-stock corporation, under and pursuant to the law of the Commonwealth of Kentucky, and more particularly Chapter 273 of the Kentucky Revised Statutes, hereby certify as follows:

ARTICLE I

The name of the corporation shall be The Reserves at Sugar Hill Homeowners Association, Inc. For convenience, the corporation shall be referred to in this instrument as the "Association."

ARTICLE II

The Period of duration of this corporation shall be perpetual.

ARTICLE III

A. The purposes for which the Association is organized are: (i) to be and constitute the Homeowner's Association to which reference is made in the Declaration of Covenants, Conditions, and Restrictions for the Reserves at Sugar Hill, recorded in the public records of Pulaski County, Kentucky, as amended from time to time ("Deed of Restrictions"), to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as specified therein, in the Bylaws, and as provided by law; and (ii) to provide an entity for the furtherance of the interest of residential owners in the Reserves at Sugar Hill Subdivision.

B. The Association shall make no distributions of income to its members, directors, or officers.

C. All terms used herein which are not defined shall have the same meaning as provided in the Deed of Restrictions or Bylaws.

ARTICLE IV

The mailing address of the Association's principal address is 105 E. Ridge Lane, Somerset, Kentucky 42501.

ARTICLE V

The street address of the Association's initial registered office is 105 E. Ridge Lane, Somerset, Kentucky 42501 and the name of its initial registered agent at that office is Cory W. Ikerd.

ARTICLE VI

The name and mailing address of the incorporator is Cory W. Ikerd, 105 E. Ridge Lane, Somerset, Kentucky 42501.

ARTICLE VII

The Association shall have all the powers necessary or desirable to perform the obligations and duties and to exercise the rights of powers set out in these Articles, the Bylaws, and the Deed of Restrictions, including, without limitation the following:

A. To fix and to collect assessments or other charges to be levied against each lot or owner. Such charges or assessments shall become a lien on said property as soon as due and payable. Settlement of such liens shall be made as determined by the directors of this Association;

B. To manage, control, operate, maintain, repair, and improve property under its control or any other property for which the Association by rule, regulation, Deed of Restriction, or contract has a right or duty to provide such services;

C. To enforce covenants, conditions, or restrictions affecting the property to the extent the Association may be authorized to do so by the Articles, Deed of Restrictions or Bylaws;

D. To engage in activities which all actively foster, promote, and advance the common interest of all residential owners;

E. To enforce charges, restrictions, conditions, and covenants existing upon and created for the benefit of said property over which this Association has jurisdiction; to pay all expenses incidental thereto; to enforce the decisions and rulings of the Association having the jurisdiction over any of said property; to pay all of the expenses in connection therewith; and to reimburse any declarant under any Article of conditions, covenants, restrictions, assessments, or charges affecting said property, and any part thereof, for all costs and expenses incurred or paid by it in connection with the enforcement or attempted enforcement, of any of the conditions, covenants, restrictions, charges, assessments, or terms set forth in any Article;

F. To provide for the maintenance of landscaped entry ways, medians, and any other areas deemed necessary by the Association.

G. The forgoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereinafter be allowed or independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provision of Article VII.

ARTICLE VIII

A. The Association shall be a membership corporation without certificates or shares of stock.

B. The owner of each lot subject to the declaration shall be a member of the Association and shall be entitled to vote in accordance with the formula set forth in the Bylaws, except there shall be no vote for any lot owned by the Association, or which is not used as a principal and primary residence. Further, the owner of any lot which has not paid any assessment assessed by the Board of Directors of the Association shall not be entitled to vote. The manner of exercising voting rights shall be determined by the Bylaws of the Association.

C. Change of membership in the Association shall be established by recording in the public records of Pulaski County, Kentucky, a deed or other instrument establishing record title to a lot subject to the Deed of Restrictions. The owner designated by such instrument thus and becomes a member of the Association and the membership of the prior owner is terminated. Written notice shall be delivered to the Association of such change in title.

D. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated, or transferred in any manner, except as an appurtenance of his lot.

ARTICLE IX

A. The affairs of the Association shall be conducted, managed, and controlled by a Board of Directors. The Initial Board of Directors shall consist of seven directors.

B. The names and addresses of the members of the initial Board of Directors, who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

- (1) Allison Helton, 217 E. Barrington Drive, Somerset, Kentucky 42503
- (2) Jim Albertson, 58 E. Barrington Drive, Somerset, Kentucky 42503
- (3) Chad Ross, 568 Barrington Drive, Somerset Kentucky 42503
- (4) Celeste Candido, 51 E. Barrington Drive, Somerset, Kentucky 42503
- (5) Bill Brown, 139 Barrington Drive, Somerset, Kentucky 42503
- (6) Cory W. Ikerd, 105 E. Ridge Lane, Somerset, Kentucky 42501
- (7) Derek Smith, 392 Barrington Drive, Somerset, Kentucky 42503

C. The method of election and the term of office, removal, and filling in vacancies shall be set forth in the Bylaws. The Board may delegate such operating authority to such companies, individuals, and committees as it, in its discretion, may determine.

ARTICLE X

The Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended, or rescinded in a manner provided in the Bylaws.

ARTICLE XI

Amendments to the Articles of Incorporation may be proposed and adopted as provided in the Kentucky Revised Statutes provided that no amendment may be in conflict with the Deed of Restrictions, and provided further, no amendment shall be effective to impair or dilute any rights of members that are governed by the Deed of Restrictions.

ARTICLE XII

The liability of each and all of the directors of the Association shall be and is hereby limited to the greatest extent permitted by law, and no director of the Association shall be liable to the Association or its member for monetary damages for breach of such directors' duties as a director except for the following:

- (a) Any transaction in which the director's personal financial interest is in conflict with the financial interests of the Association;
- (b) 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
- (c) Any transaction from which the director derived an improper personal benefit.

The exceptions set forth above in Article XII (a) through Article XII (c) shall be construed as narrowly as legally possible. In addition if the Kentucky Revised Statutes are subsequently amended to authorize or permit Association action further eliminating or limiting the personal liability of directors, then the liability of a director for the Association shall be eliminated or limited to the fullest extent permitted by the Kentucky Revised Statutes, as so amended. Any repeal or modification of the Article by the members of the Association shall not adversely affect any right or protection of a director of the Association existing at the time of such repeals or modification.

IN WITNESS WHEREOF, for the purposes of forming this Association under the laws of the Commonwealth of Kentucky, the incorporator has hereinafter affixed his signature this the 12th day of May, 2020.


CORY W. IKERD

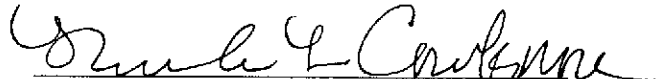
STATE OF KENTUCKY
COUNTY OF PULASKI...SCT:

Acknowledged and sworn to before me by Cory W. Ikerd, on this the 12th day of May, 2020.

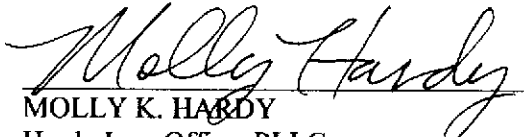
Commission No. 5618036

My Commission Expires:

3-16-2023


NOTARY PUBLIC

THIS DOCUMENT PREPARED BY:


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