

0655867.09

m Moore  
DIS

Michael G. Adams  
Kentucky Secretary of State  
Received and Filed:  
1/10/2024 8:45 AM  
Fee Receipt: \$5.00

**ARTICLES OF DISSOLUTION  
OF  
FALCON CREST HOUSING SERVICES, INC.**


Pursuant to the provisions of KRS 273.313, **FALCON CREST HOUSING SERVICES, INC.**, a Kentucky non-profit corporation (the “**Corporation**”), hereby adopts the following Articles of Dissolution:

- FIRST:** The name of the Corporation is **FALCON CREST HOUSING SERVICES, INC.**
- SECOND:** Lexington Home Ownership Commission, Inc., a Kentucky non-profit corporation (the “**Member**”), is the only voting member of the Corporation.
- THIRD:** The Board of Directors of the Corporation adopted a resolution effective as of December 31, 2023, in accordance with the plan of distribution and dissolution (the “**Plan**”) attached hereto as **Exhibit A** and incorporated herein by reference, recommending dissolution of the existence of the corporation and directing that the question of such dissolution and Plan be submitted to the Member.
- FOURTH:** The Member adopted a resolution effective as of December 31, 2023, approving dissolution of the existence of the Corporation and distribution of the remaining assets, if any, of the Corporation in accordance with the Plan.
- FIFTH:** The effective date of these Articles of Dissolution is as of the date of this filing.

**IN WITNESS WHEREOF**, the Corporation has caused these Articles of Dissolution to be executed on its behalf by the undersigned duly authorized officer of the Corporation effective as of December 31, 2023.

  
\_\_\_\_\_  
AUSTIN J. SIMMS, President

THIS INSTRUMENT PREPARED BY:



\_\_\_\_\_  
P. Branden Gross  
Dentons Bingham Greenebaum LLP  
300 West Vine Street, Suite 1300  
Lexington, Kentucky 40507  
(859) 231-8500  
[branden.gross@dentons.com](mailto:branden.gross@dentons.com)

**EXHIBIT A**

**PLAN OF COMPLETE DISTRIBUTION AND DISSOLUTION  
OF  
FALCON CREST HOUSING SERVICES, INC.**

**THIS PLAN OF COMPLETE DISTRIBUTION AND DISSOLUTION** (this “**Plan**”) of **FALCON CREST HOUSING SERVICES, INC.**, a Kentucky nonprofit corporation (the “**Corporation**”), is intended to accomplish the complete distribution and dissolution of the assets of the Corporation in accordance with the Kentucky Revised Statutes 273.161, *et seq.* (the “**Chapter**”). Such complete distribution and dissolution shall be accomplished as set forth below:

1. **APPROVAL OF PLAN OF COMPLETE DISTRIBUTION AND DISSOLUTION.** The Board of Directors of the Corporation has adopted resolutions recommending to the only voting Member, Lexington Home Ownership Commission, Inc., a Kentucky non-profit corporation (“**Member**”), that the Corporation be voluntarily dissolved and providing for the distribution of its assets in accordance with the terms of this Plan, with an effective date as of the date that the Articles of Dissolution are recorded with the Kentucky Secretary of State.

2. **MEMBER APPROVAL OF PLAN COMPLETE DISTRIBUTION AND DISSOLUTION.** The Member shall have approved the voluntary dissolution of the Corporation and approval of this Plan.

3. **WIND UP OF CORPORATION’S AFFAIRS.** Following the distributions of such of the Corporation’s assets, if any, the President of the Corporation is authorized and shall proceed, as promptly as possible, to wind up the Corporation’s affairs and to pay or provide for all proper debts and liabilities of the Corporation to the extent of assets available.

4. **DISTRIBUTION OF CORPORATION’S ASSETS.** As soon as reasonably practicable after the completion of the actions described above, the assets of the Corporation shall be distributed to the Member or otherwise in accordance with Kentucky law.

5. **OTHER ACTS AND FILINGS.** The President of the Corporation is further authorized and directed to take all such action and execute, deliver, and file all such documents and instruments as may be necessary or appropriate in order to dissolve the Corporation in accordance with the Chapter, including, but not by way of limitation, the execution of and filing with the Secretary of State of Kentucky the Articles of Dissolution pursuant to the Chapter.

6. **AMENDMENT OR ABANDONMENT OF PLAN.** This Plan may be amended or abandoned at any time by the Member.