



COMMONWEALTH OF KENTUCKY
ALISON LUNDERGAN GRIMES, SECRETARY OF STATE

0509577.09

Bdennis
AMD

Michael G. Adams
Kentucky Secretary of State
Received and Filed:
6/26/2020 3:36 PM
Fee Receipt: \$8.00

Division of Business Filings
Business Filings
PO Box 718
Frankfort, KY 40602
(502) 564-3490
www.sos.ky.gov

Articles of Amendment
(Domestic Nonprofit Corporation)

NPA

Pursuant to the provisions of KRS 14A and KRS Chapter 273, the undersigned applies to amend articles and, for that purpose, submits the following statements:

1. The name of the corporation on record with the Office of the Secretary of State is:

Magnolia Place Subdivision Residents Association, Inc.

(The name must be identical to the name on record with the Secretary of State.)

2. The text of each amendment adopted: See Attached

* line under = addition to the Articles of Inc.

* line through = omitted from the Articles of Inc.

3. The date of adoption of each amendment was June 5, 2020

4. Check either a, b or c (whichever is applicable):

- a. ☒ The amendment(s) was (were) duly adopted by a quorum present at such meeting and that such amendment received at least two-thirds (2/3) of the votes which members present at such meeting or represented by proxy were entitled to cast.
- b. ☐ The amendment(s) was (were) duly adopted by consent in writing and was (were) signed by all members entitled to vote with respect thereto.
- c. ☐ The amendment(s) was (were) duly adopted by the board of directors and such amendment(s) received the vote of a majority of the directors in office since there are no members or members entitled to vote.

5. This application will be effective upon filing, unless a delayed effective date and/or time is provided. The effective date or the delayed effective date cannot be prior to the date the application is filed. The date and/or time is

(Delayed effective date
and/or time)

I declare under penalty of perjury under the laws of Kentucky that the forgoing is true and correct.

Signature of Officer or Chairman of the Board

Katy Kleymeyer
Printed Name

Treasurer
Title

6/16/2020
Date

AMENDED
ARTICLES OF INCORPORATION
OF
MAGNOLIA PLACE SUBDIVISION
RESIDENTS ASSOCIATION, INC.

WHEREAS, the Board of the Magnolia Place Subdivision Residents Association Inc. desires to make certain revisions and amendments to its Declarations of Restrictions and it is necessary to amend its prior Articles of Incorporation, recorded with the Kentucky Secretary of State, and the Office of the Shelby County Clerk at A 9, PG 14, executed on January 22, 2001, and;

WHEREAS, these Amended Articles are necessary for purposes of permitting and otherwise allowing the corporation to consider amendments to the Declaration of Restrictions; and;

WHEREAS, the Board has carefully considered, and entered into a resolution for purposes of Amending its Articles of Incorporation for purposes of permitting it to consider and possibly revise its Declarations of Restrictions; and

WHEREAS, the Association has complied with the KRS 273.263 and has obtained the votes of 2/3 of the members of the Association to permit the filing and recording of these Amended Articles of Incorporation; and;

TO WIT; The Magnolia Place Subdivision Residents Association, Inc. hereby declares the Amended Articles of Incorporation to be as follows:

ARTICLE I

NAME

The name of the corporation is: MAGNOLIA PLACE SUBDIVISION
RESIDENTS ASSOCIATION, INC.

ARTICLE II

The corporation's duration is perpetual.

ARTICLE III

DEFINITIONS

As used in these Amended Articles of Incorporation, the following terms shall have the following meanings:

- (a) ~~"Developer" shall mean JHL Development Company, Inc. and shall include any person, Corporation, or association to whom it may expressly assign, from time to time, any rights under these Articles of Incorporation.~~
- (b) "Subdivision" shall mean lots Lots 1 through 27, Lots 50-68 and Lot 85 inclusive of Magnolia Place Subdivision, Section 1 as recorded in the Office of the Shelby County Court Clerk in Plat Cabinet 5, Slide 374, and Magnolia Place Subdivision, Section 2 as recorded in the Office of the Shelby County Clerk in Plat Cabinet 6, Slide 241 and any amendments thereto.
- (c) "Declaration of Restrictions" shall mean any Declaration of Restrictions of Magnolia Place Subdivision and any amendments or revisions thereto.
- (d) "Residential Unit" shall mean each lot in the Subdivision, the owner of which shall become a member of the Corporation pursuant to any Declaration of Restrictions.
- (e) "Members" shall mean the record owner(s) of a residential unit.
- (f) "Record Owner(s)" shall mean each person listed in a deed.

ARTICLE IV

PURPOSES

The Corporation is organized under the Kentucky Nonprofit Corporation Act, KRS 273.161 through 273.400, and the purposes and objects for which the Corporation is formed are (a) to promote the social welfare and serve the common good and general welfare of the owners or occupants of the Residential Units, (b) to administer and enforce the Declarations of Restrictions, and (c) to construct, operate, maintain and repair any common structure, facility, way or ground, whether owned by the Corporation or not, within the Subdivision for the use and enjoyment of members of the general public.

ARTICLE V

POWERS

In addition to all other powers the Corporation may have pursuant to the Kentucky Nonprofit Corporation Act, the Corporation shall have the power to:

- (a) Exercise and enforce any right or privilege assigned to it under the Declaration of Restrictions, and
- (b) Assess, levy and collect assessments against each Residential Unit and against members of the Corporation as provided in the Declaration of Restrictions, and
- (c) To amend the Declaration of Restrictions with at least a two-thirds of the votes by the members. The vote shall be by ballot provided to each member.

ARTICLE VI

INTERNAL AFFAIRS

Provisions for the regulation of the internal affairs of the corporation, including provisions for the distribution of assets on dissolution or final liquidation, are:

- ~~(a) The membership of the Corporation shall consist of the members designated from time to time in the Declaration of Restrictions, and such members shall be classified as follows:~~
 - ~~(1) Class A membership shall consist of all members other than the Developer.~~
 - ~~(2) Class B shall consist of the Developer.~~
- ~~(b) Each member shall have one vote in respect to each Residential Unit owner by such member, but the right of Class A members to vote may be exercised only in accordance with subparagraph 6(c).~~
- ~~(c) Class A members shall not be entitled to exercise any vote until the earlier of:~~
 - ~~(1) April 1, 2005, or~~
 - ~~(2) Such time as in Developer's sole determination, Developer or its assignee owns less than 20% of all the lots in the Subdivision, exclusive of streets, rights of way, open spaces and all common or publicly dedicated land.~~
- ~~(d)~~ (a) No part of the Corporation's net earnings shall inure to the benefit of any individual or any member of the Corporation.
- ~~(e)~~ (b) Upon the dissolution or final liquidation of the Corporation, any remaining assets of the Corporation shall be distributed to one or more organizations, designed designated by the Board of Directors at that time, to be used in such manner as in the judgment of the Board of Directors will best accomplish the general purpose of the Corporation. Each of such organization shall be exempt from federal tax under the existing Internal Revenue Code.

ARTICLE VII

OFFICE AND AGENT

The address of the Corporation's initial registered office is ~~1251 Pinehurst Drive~~ 138 Blossom Circle, Shelbyville, Kentucky, 40065, and the name of its initial registered agent at that address is ~~Jim Oates~~ Katy Kleymeyer.

ARTICLE VIII

PRINCIPAL OFFICE

The mailing address of the Corporation's principal office is ~~1251 Pinehurst Drive~~ P.O. Box 503, Shelbyville, Kentucky, 40065 40066.

ARTICLE IX

BOARD OF DIRECTORS

The number of directors constituting the Corporation's initial Board of Directors is ~~four~~ six, and the names and addresses of the persons who are to serve as the Directors are:

<u>Name</u>	<u>Address</u>
Jim Oates <u>Ryan Libke</u>	1251 Pinehurst Drive <u>181 Blossom Circle</u> Shelbyville, KY 40065
Debra Oates <u>Dwight Johnson</u>	1251 Pinehurst Drive <u>197 Blossom Circle</u> Shelbyville, KY 40065
Larry K. Rogers <u>Katy Kleymeyer</u>	20 Cherokee Drive <u>138 Blossom Circle</u> Shelbyville, KY 40065
Jennifer Oates <u>William Howlett</u>	89 Jonathan Circle <u>144 Blossom Circle</u> Shelbyville, KY 40065
<u>Asher Myatt</u>	<u>139 Blossom Circle</u> <u>Shelbyville, KY 40065</u>

Brad Allen

161 Blossom Circle
Shelbyville, KY 40065

ARTICLE X

INCORPORATOR

The name and address of the initial incorporator was Jim Oates, 1251 Pinehurst Drive, Shelbyville, Kentucky, 40065. These Amended Articles are filed by William Howlett, Secretary and Board Member, of the Magnolia Place Subdivision Residents Association Inc., P.O. Box 503, Shelbyville, the incorporator of these Amended Articles, and in accordance with KRS 273 et seq.

IN WITNESS WHEREOF, the incorporator has signed triplicate originals of the Articles of Incorporation on this 15th day of June, 2020.

MAGNOLIA PLACE SUBDIVISION
RESIDENTS ASSOCIATION, INC.

BY: William Howlett

Jim Oates

William Howlett, Secretary
Magnolia Place Subdivisions Residence
Association, Inc

Commonwealth of Kentucky
County of Shelby

I, a Notary Public for and in the State and County aforesaid, do hereby certify that the foregoing Amended Articles of Incorporation were produced to me in said State and County and were then and there acknowledged before me by William Howlett, the Secretary of Magnolia Place Subdivision Residents Association, Inc., to be his voluntary act and deed, for the purpose herein contained.

WITNESS my hand this 15th day of June, 2020.

Dorothy Elizabeth Kuy
Notary Public, State at Large

My commission expires:

Notary Public, State of Large, KY
My commission expires June 10, 2022