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John Y. Brown III  
Secretary of State  
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**ARTICLES OF INCORPORATION  
OF  
TREIS CONDOMINIUMS  
COUNCIL OF CO-OWNERS, INC.**

The undersigned incorporator, Treis Holding Development Group, LLC, hereby adopts the following Articles of Incorporation in accordance with the provisions of Chapter 273 of the Kentucky Revised Statutes.

**ARTICLE I**

The name of the non-profit, non-stock corporation is Treis Condominiums Council of Co-Owners, Inc. and the mailing address of the principal office is 120 Outer Loop, Louisville, Kentucky 40214.

**ARTICLE II**

Said corporation is organized to promote the social welfare and serve the common good and general welfare of its members, and shall include administering the Master Deed and Declaration of Condominium property Regime of Treis Condominiums Council of Co-Owners, Inc. as amended from time to time, relating to that condominium regime in Jefferson County, Kentucky.

**ARTICLE III**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation of services rendered and to make payments and distribution in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the Corporation shall be for the carrying on of propaganda, or otherwise attempting to influence legislation and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaigns on behalf of or in opposition to any candidate for political office.

**ARTICLE IV**

The address of the initial registered office of the Corporation is 120 Outer Loop, Louisville, Kentucky 40214 and the name of the initial registered agent at such address is Terry Schneble.

## ARTICLE V

Upon the dissolution of the Corporation, assets shall be distributed to one or more organizations, as designated by the Board of Directors at that time, to be used in such a manner as in the judgment of the Board of Directors will best accomplish the general purposes of the Corporation.

## ARTICLE VI

The name and the address of the incorporator is Treis Holding Development Group LLC, 120 Outer Loop, Louisville Kentucky 40214.

## ARTICLE VII

The number of directors to constitute the initial Board of Directors is three. The names and mailing addresses of the persons whom shall serve as initial directors are as follows:

**Judith Schneble, 120 Outer Loop, Louisville, Kentucky 40214**

**Blake Clark, 120 Outer Loop, Louisville, Kentucky 40214**

**Terry Schneble, 120 Outer Loop, Louisville, Kentucky 40214**

The initial directors shall serve until their successors are appointed as determined by the Corporation's Bylaws.

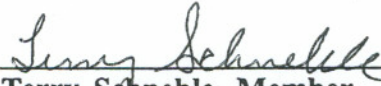
## ARTICLE VIII

Pursuant to KRS 273.248 the Corporation hereby eliminates the personal liability of a director of the Corporation from monetary damages for breach of his or her duties as a director; provided that this provision will not operate to eliminate or the liability of the director in the following circumstances:

1. Any transaction in which the director's personal financial interest is in conflict with the financial interest of the Corporation;
2. Any act or omission not in good faith or which involves intentional misconduct or which is known to the director to be a violation of law; and

3. Any transaction in which the director derives an improper personal benefit.

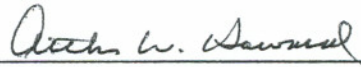
IN WITNESS WHEREOF, I have signed these Articles of Incorporation in triplicate originals this 1st day of February, 2001.

  
\_\_\_\_\_  
Terry Schneble, Member  
Treis Holding Development Group, LLC

COMMONWEALTH OF KENTUCKY

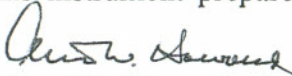
COUNTY OF JEFFERSON

The foregoing Articles of Incorporation were acknowledged and sworn to before me on the 1st day of February, 2001, by Terry Schneble.

  
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Notary Public, State at Large, KY

My commission expires: August 8, 2003

This instrument prepared by:

  
Arthur W. Howard, Attorney  
6200 Dutchmans Lane, Suite 206  
Louisville, Kentucky 40205