

ARTICLES OF INCORPORATION
OF
LEGENDARY HILLS HOMEOWNERS ASSOCIATION

In compliance with the requirements of I.C. 23-7-1.1-1 et seq., the Indiana Not-for-Profit Corporation Act, the undersigned, being a resident of the State of Indiana and of legal age, now certifies:

ARTICLE I

The name of the corporation is Legendary Hills Homeowners Association, Inc., hereafter called the "Association".

ARTICLE II

The principal office of the Association is located at 2730 South State Road 37, Martinsville, Indiana 46151.

ARTICLE III

Michael S. Wolff, whose address is 6511 South 800 East, Zionsville, Indiana 46077, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

The period during which the Corporation shall continue is perpetual.

ARTICLE V

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purpose for which it is formed is to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described as:

A part of the Southwest quarter of the Northeast quarter and a part of the Northwest quarter of the Southeast quarter of Section 13, Township 11 North, Range 1 West, in Morgan County, Indiana.

Beginning at a point which is South 00 degrees 00 minutes East (assumed bearing), 607.00 feet south of the Northwest corner of the Southwest quarter of the Northeast quarter of Section 13 in the aforesaid township and range; thence South 90 degrees 00 minutes East, 50.00 feet; thence traverse South 63 degrees 26 minutes East, 473.20 feet; thence traverse South 54 degrees 06 minutes East, 147.19 feet; thence traverse South 06 degrees 20 minutes East, 166.30 feet; thence traverse South 13 degrees 36 minutes West, 188.66 feet; thence traverse South 25 degrees 21 minutes West, 534.11 feet; thence traverse South 01 degrees 16 minutes East, 250.00 feet; thence traverse South 10 degrees 27 minutes East, 79.18 feet; thence traverse South 89 degrees 16 minutes West, 357.65 feet; thence traverse North 00 degrees 00 minutes West, 1,461.74 feet back to the point of beginning. Containing in all 14.70 acres, more or less.

Subject to all liens, easements and restrictions of record, together with a non exclusive easement for ingress and egress, twenty- five feet (25') on either side of a centerline described as follows:

A part of the Southwest quarter of the Northeast quarter and a part of the Southeast quarter of Section 13, Township 11 North, Range 1 West, in Morgan County, Indiana.

From a point which is South 00 degrees 00 minutes East (assumed bearing), 2,068.74 feet south of the Northwest corner of the Southwest quarter of the Northeast quarter of Section 13 in the aforesaid township and range; thence North 89 degrees 16 minutes East, 191.93 feet, thence to the POINT OF BEGINNING for this description: thence South 09 degrees 38 minutes East, 103.47 feet; thence traverse South 14 degrees 59 minutes East, 58.35 feet; thence traverse South 21 degrees 09 minutes East, 86.61 feet; thence traverse South 45 degrees 45 minutes 13 seconds East, 43.98 feet; thence traverse South 70 degrees 02 minutes East, 179.71 feet; thence traverse South 69 degrees 43 minutes East, 153.26 feet; thence traverse South 68 degrees 26 minutes East, 79.79 feet; thence traverse South 62 degrees 25 minutes East, 87.84 feet; thence traverse South 52 degrees 27 minutes East, 76.85 feet; thence traverse South 44 degrees 12 minutes East, 71.00 feet; thence traverse South 29 degrees 53 minutes East, 72.65 feet; thence traverse South 12 degrees 02 minutes East, 80.3 feet; thence traverse South 05 degrees 47 minutes East, 251.91 feet; thence traverse South 08 degrees 06 minutes East, 70.47 feet; thence traverse South 13 degrees 50 minutes East, 78.233 feet; thence traverse South 20 degrees 19 minutes East, 73.66 feet thence traverse South 28 degrees 41 minutes East, 67.31 feet; thence traverse South 42 degrees 00 minutes East, 55.57 feet; thence taverse South 66 degrees 13 minutes East, 63.08 feet; thence traverse South 76 degrees 04 minutes East, 144.77 feet to the right-of-way for State Road 37.

and such other tracts as may, from time to time, be platted as Legendary Hills, Section II, III, et.sequ., and to promote the heath, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

- (a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restriction, hereinafter called the "Declaration", applicable to the property and recorded in the Office of the Recorder of Morgan County, Indiana and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;
- (b) collect all charges pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;
- (c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;
- (d) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to

by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(e) participate in mergers and consolidations with other not-for-profit corporations organized for the same purpose or annex additional residential property and Common Area.

(f) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Indiana by law may now or hereafter have or exercise.

ARTICLE VI

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants or record by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot,

ARTICLE VII

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Lot owner. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership upon the happening of either of the following events, whichever occurs earlier;

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class b membership, or
- (b) on January 1, 1996.

ARTICLE VIII

DIRECTORS

Section 1. The initial Board of Directors is composed of three members.

Section 2. The names and post office addresses of the initial Board of Directors are:

Michael S. Wolff-Legendary Hills, 2730 State Road 37 S., Martinsville, Indiana 46151

Jon F. Abrahamson-39 East Columbus, Martinsville, IN 46151

Gregory T. Lauer-489 East Pike Street, Martinsville, Indiana 46151

ARTICLE IX

The name and post office address of the incorporator of the Corporation is as follows:
Michael S. Wolff-Legendary Hills, 2730 State Road 37 S., Martinsville Indiana 46151

ARTICLE X

POWER AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. Powers. The Board of Directors shall have power to:

- (a) adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the members and their guests thereon, and to establish penalties for the infraction thereof;
- (b) exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these By-Laws, the Articles of Incorporation, or the Declaration;
- (c) declare the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors; and
- (d) employ a manager, an independent contractor, or such other employees as they may deem necessary, and to prescribe their duties.

Section 2. Duties. It shall be the duty of the Board of Directors to:

- (a) cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the annual meeting of the members, or at any special meeting when such statement is requested in writing by one-fourth (1/4) of the Class A members who are entitled to vote;
- (b) supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;
- (c) as more fully provided in the Declaration, to
 - (1) fix the amount of the monthly charge against each lot at least thirty (30) days in advance of each annual period;
 - (2) send written notice of the monthly charge to every Owner subject thereto at least thirty (30) days in advance of each annual period and
- (d) issue, or to cause an appropriate officer to issue, upon demand by any person, a certificate setting forth whether or not any monthly charge has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, such certificate shall be conclusive of such payment;
- (e) procure and maintain adequate liability and hazard insurance on property owned by the Association.
- (f) cause all officers or employees having fiscal responsibilities to be bonded, as it may deem appropriate;

(g) cause the Common Area to be maintained.

ARTICLE XI

OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Officers. The officers of this Association shall be a president and vice-president, who shall at all times be members of the board of Directors, a secretary, and a treasurer, and such other officers as the Board may from time to time by resolution create.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the members.

Section 3. Term. The officers of the Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

Section 4. Special Appointments. The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time determine.

Section 5. Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time giving written notice to the Board, the president or the secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaced.

Section 7. Multiple Offices. The offices of secretary and treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to Section 4 of this Article.

Section. 8. Duties. The duties of the officers are as follows:

President

(a) The president shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all deeds and other written instruments.

Vice-President

(b) The vice president shall act in the place and stead of the president in the event of his absence, inability or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board.

Secretary

(c) The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the members; keep the corporate seal of the Association and affix it on all papers requiring said seal, serve notice of meetings of the Board and of the members and keep appropriate current records showing the members of the

Association together with their addresses, and shall perform such other duties as required by the Board.

Treasurer

(d) The treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks of the Association, keep proper books of account; cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy of each to the members.

ARTICLE XII

COMMITTEES

The Association shall appoint an Architectural Control Committee, as provided in the Declaration, and a Nominating Committee, as provided in these By-Laws. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purpose.

ARTICLE XIII

BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any member. The Declaration, the Articles of Incorporation and the By-Laws of the Association shall be available for inspection by any member at the principal office of the Association, where copies may be purchased at reasonable cost.

ARTICLE XIV

FHA APPROVAL

As long as there is a class B membership, the following actions will require the prior approval of the Federal Housing Administration; annexation of additional properties, mergers and consolidations, dedication of Common Area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Indiana, we, the undersigned, constituting the incorporation of this Association, have executed these Articles of Incorporation this 9 day of October 1987.

(signature of Michael S. Wolff)

MICHAEL S. WOLFF

STATE OF INDIANA)

) SS:

COUNTY OF MORGAN)

Before me, a Notary Public in aforesaid County and State, personally appeared Michael S. Wolff, who acknowledged the execution of the above Articles of Incorporation, and that the same is a free and voluntary act and deed for the uses and purposes mentioned herein.

My commission expires:

(signature of Gregory T. Lauer)

Notary Public

1-22-88

County of residence is Morgan

This instrument prepared by Gregory T. Lauer, Attorney at Law
489 East Pike Street, Martinsville, Indiana 46151