

17 APR 1961 31

SECRETARY OF STATE ARTICLES OF INCORPORATION
KANSAS OF
WESTMONT HOMES ASSOCIATION, INC.

In compliance with the requirements of K.S.A. 17-6001 and for the purpose of forming a not-for-profit corporation, the undersigned, who is of lawful age, does hereby certify:

ARTICLE I

CORPORATE NAME

The name of the corporation is "WESTMONT HOMES ASSOCIATION, INC." (hereinafter referred to as the "Association").

ARTICLE II

REGISTERED OFFICE AND RESIDENT AGENT

The registered office of the Association is located in the State of Kansas at 8223 West 103rd Street, in the City of Overland Park, County of Johnson. The name of its resident agent at such address is David W. Beaver.

ARTICLE III

NO CAPITAL STOCK

The Association shall not have authority to issue capital stock.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

The purpose for which the Association is formed is to act as a not-for-profit homes association for the property owners in the subdivision located in Overland Park, Kansas known as "Sumarlee Estates" composed of the following described lots, to-wit:

All of that land now platted as Sumarlee Estates; a subdivision in Overland Park, Johnson County, Kansas, including Block 1, Lots 1 through 16 inclusive, Block 2, Lots 1 through 42 inclusive, Block 3, Lots 1 through 13 inclusive, and Block 4, Lots 1 through 12 inclusive in said Sumarlee Estates subdivision.

and for the property owners in any other area or areas which may hereafter be brought within the jurisdiction of the Association as provided in the Declaration (hereinafter defined), and for this purpose to:

(a) Exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in (i) the Articles of Incorporation and Bylaws of the Association, as amended from time to time, (ii) that certain Certificate of Substantial Completion and Formation of Homes Association, dated as of November 16, 1987 (hereinafter referred to as the "Declaration"), as amended from time to time, and (iii) that certain Declaration of Restrictions of Sumarlee Estates, dated September 9, 1983, and recorded as instrument number 1430257 in Volume 1913 at Page 14, in the office of the Register of Deeds, Johnson County, Kansas, as amended from time to time;

(b) Fix, levy, collect and enforce, by any lawful means, payment of all charges and assessments made pursuant to the terms of the Declaration or Bylaws of the Association; pay all expenses in connection therewith and all other expenses incident to the conduct of the affairs of the Association, including all licenses, taxes or governmental charges;

(c) Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, or dispose of real or personal property in connection with the affairs of the Association;

(d) Borrow money and mortgage, pledge, encumber, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred; and

(e) Have and exercise any and all powers, rights and privileges which a corporation organized not-for-profit under the laws of the State of Kansas may now or hereafter have or exercise; provided, however, that none of the powers, rights or privileges of the Association shall be exercised to carry on activities (otherwise than as an insubstantial part of its activities) which are not in furtherance of the purpose for which the Association is formed.

ARTICLE V

MEMBERSHIP

Membership in the Association shall be limited to persons or entities who are owners of the fee interest or of an undivided portion of the fee interest in any lot, as that term is defined in the Declaration (hereinafter referred to as a

"Lot"), which is now or hereafter within the jurisdiction of the Association. Persons or entities who hold an interest merely as security for the performance of an obligation shall not be members. Membership shall be appurtenant to and may not be separated from ownership of a Lot.

Anything in the foregoing paragraph to the contrary notwithstanding, the sole member of the Homes Association prior to the recording of the Certificate of Substantial Completion of Subdivision (as defined in the Declaration) shall be the Developer (as defined in the Declaration).

No member of the Association shall be personally liable for the debts or any other liabilities of the Association.

ARTICLE VI

VOTING RIGHTS

The Association shall have only one class of members which shall consist of all of the persons and entities who are members as provided in Article V. After the Certificate of Substantial Completion of Subdivision has been recorded, each member shall have one vote for each Lot for which he is the owner and upon which he shall not be delinquent in the payment of any assessment; provided, however, when more than one person is an owner of any Lot, all such persons shall be members and the vote for such Lot shall be exercised as they, among themselves, shall determine but in no event shall more than one vote be cast with respect to such Lot. Where a Lot is owned by a corporation, partnership or other entity, such entity shall designate a person who is entitled to vote respecting such Lot and to serve, if elected or appointed, as a director of the Association, such designation to be made by filing a written instrument to that effect with the Association.

ARTICLE VII

BOARD OF DIRECTORS

The business and affairs of the Association shall be managed by a board of directors. The first board of directors shall consist of one person, who shall be vested with the power and authority to adopt the initial Bylaws of the Association and who shall hold office until his successors are duly elected and qualified, all as provided in the Bylaws. Thereafter, the number of directors shall be fixed by the Bylaws, as amended from time to time, and directors shall be elected or appointed in the manner and for the terms provided in the Bylaws.

The name and address of the person constituting the first board of directors is:

<u>Name</u>	<u>Address</u>
David W. Beaver	8223 West 103rd Street Overland Park, Kansas 66212

ARTICLE VIII

DISSOLUTION

The Association may be dissolved in the manner provided by the laws of the State of Kansas. Upon dissolution of the Association and after payment of all debts and satisfaction of all liabilities and obligations of the Association, the remaining assets, both real and personal of the Association, shall be dedicated to an appropriate government entity or public agency determined by the board of directors to be devoted to purposes as nearly as practicable the same as those to which they were to be devoted by the Association. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust, or other organization determined by the board of directors to be devoted to purposes as nearly as practicable the same as those to which they were to be devoted by the Association.

ARTICLE IX

DURATION

The corporation shall have perpetual existence.

ARTICLE X

BYLAWS

The original Bylaws of the Association shall be adopted by the initial director named herein. Thereafter, the Bylaws may be amended as provided therein.

ARTICLE XI

INCORPORATOR

The name and mailing address of the incorporator is as follows:

Name
David W. Beaver

Address
8223 West 103rd Street
Overland Park, Kansas 66212

ARTICLE XII

PROHIBITED ACTIVITIES

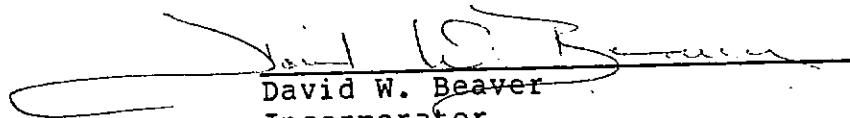
No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Association shall not participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. No part of the net earnings or other assets of the Association shall inure to the benefit of any director, officer, member or other private individual having, directly or indirectly, any personal or private interest in the activities of the Association.

ARTICLE XIII

AMENDMENTS

These Articles of Incorporation may be amended at any time or times in the manner provided by the laws of the State of Kansas.

IN WITNESS WHEREOF, for the purpose of forming this not-for-profit corporation under the laws of the State of Kansas, I, the undersigned, constituting the incorporator of the Association, have executed these Articles of Incorporation this 16th day of November, 1987.


David W. Beaver
Incorporator

STATE OF KANSAS)
) ss.:
COUNTY OF JOHNSON)

BE IT REMEMBERED, that on this 16th day of November, 1987, before me, the undersigned, a notary public in and for said County and State, personally appeared David W. Beaver, who duly acknowledged before me that he executed the foregoing instrument.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my official seal the day and year last above written.

Maureen D. Coulter
Notary Public in and for said
County and State

My Commission Expires:

