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This Instrument filed by
Security Land Title Company

FILED

SECRETARY OF STATE
KANSAS
RESTATED

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155-803-0

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AMENDED ARTICLES OF INCORPORATION

CORP. CHANGE 29.00
10 TRANS. TOTAL 1 29.00

OF

FONTAINEBLEAU HOMES ASSOCIATION, INC.

I, the undersigned incorporator, hereby form and establish a corporation NOT FOR PROFIT under the laws of the state of Kansas.

ARTICLE FIRST

The name of this corporation is: FONTAINEBLEAU HOMES ASSOCIATION, INC.

ARTICLE SECOND

The location of the registered office in this state is 9535 Canterbury, in the City of Overland Park, County of Johnson, Kansas 66206. The resident agent at this address is M. B. Landau.

ARTICLE THRID

This corporation is organized NOT FOR PROFIT and the objects and purposes to be transacted and carried on are:

1. To provide residential real estate management through the homes association, to administer and enforce covenants contained in the Fontainebleau Homes Association Declarations dated August 14, 1986, filed at Volume 2404, pp. 421-434, Johnson County Register of Deeds, State of Kansas, and declarations of Restrictions for Fontainebleau subdivision, dated June 3, 1986, filed at Volume 2351, pp. 427-430, Johnson County Register of Deeds, State of Kansas, and any lawful amendments or additions thereto, and to acquire, construct, manage, maintain and care for association property as set forth in those documents.

2. To further such objects and purposes, the corporation shall have and may exercise all the powers conferred by the laws of the State of Kansas upon corporations formed under the laws and prusuant to and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended. Specifically, this corporation shall have power to acquire, purchase, hold, lease, convey, mortgage and pledge such real and personal property in Kansas, other states of the United States and elsewhere, as shall be necessary or convenient to

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the transaction of its business and the realization of its objects and purposes.

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PROVIDED, HOWEVER, that in all events and under all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution, or winding up of this corporation, voluntary or involuntary or by operation of law, the following provisions shall apply:

(a) This corporation shall not have or exercise any power or authority either expressly, by interpretation, or by operation of law, nor shall it directly or indirectly engage in any activity that would prevent this corporation from qualifying (and continuing to qualify) as an organization described in section 528 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

(b) This corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.

(c) No compensation or payment shall ever be paid or made to any member, officer, director, trustee, creator, or organizer of this corporation, or substantial contributor to it, except as an allowance for actual expenditures or services actually made or rendered to or for this corporation; and neither the whole nor any portion of the assets or net earnings, current or accumulated of this corporation shall ever be distributed to or divided among any such persons; provided, further, that neither the whole nor any part of portion of such assets or net earnings shall ever be used for, accrued to, or inure to the benefit of any member or private individual within the meaning of section 528 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

3. Upon the dissolution of this corporation, the governing board shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets in the corporation exclusively for the corporation, in such manner, to such organization or organizations organized or operated exclusively for charitable, educational, religious or scientific purposes, as shall at the time qualify as an exempt organization or organizations under section 528 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Law), as the governing board shall determine. Any such assets not so disposed of shall be disposed of the by District Court in the county in which the principal office of the corporation is then located, exclusively for such purposes.

