

KRIS W. KOBACH
Secretary of State



Memorial Hall, 1st Floor
120 S.W. 10th Avenue
Topeka, KS 66612-1594
(785) 296-4564

STATE OF KANSAS

September 10, 2015

MARTIN PRINGLE ATTORNEYS AT LAW
CREEKSIDE WOODS HOMEOWNERS ASSOCIATION
9401 INDIAN CREEK PARKWAY
BLDG 40, STE 1150
OVERLAND PARK KS 66210

RE: CREEKSIDE WOODS HOMEOWNERS ASSOCIATION

ID. # 4949434 (USE IN ALL CORRESPONDENCE WITH OUR OFFICE)

Enclosed are your certified articles of incorporation for a Kansas not for profit corporation. Your corporation's business entity identification number is at the top of this page. This business entity identification number should be used in all correspondence with our office.

Every not for profit corporation must file an annual report with the Secretary of State and pay a filing fee. The annual report and fee are due together on the 15th day of the sixth month following the tax closing month. (For example, if the tax closing month is December, the due date is June 15 of the following year). The annual report may be filed as early as January 1. An annual report is not required if the company has not been incorporated for six months prior to its first tax year end. If your company operates on a tax year end other than the calendar year, you must notify our office in writing prior to December 31.

The annual report may be filed electronically at www.sos.ks.gov or you may obtain a paper form from the Web site.

PLEASE NOTE: For information regarding taxes, contact the Kansas Department of Revenue at (785) 368-8222 or www.ksrevenue.org.

mjm

KANSAS SECRETARY OF STATE

File Stamp Cover Page

Kansas Office of the Secretary of State:

Memorial Hall, 1st Floor (785) 296-4564
120 S.W. 10th Avenue kssos@sos.ks.gov
Topeka, KS 66612-1594 www.sos.ks.gov

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We were unable to attach a file stamp on the original document. The file stamp provides the business entity identification number, date and time filed with the Kansas Secretary of State.

The stamp confirms your document was filed. We recommend keeping it with the document.

**ARTICLES OF INCORPORATION
OF
CREEKSIDE WOODS HOMEOWNERS ASSOCIATION**

In compliance with the requirements of The Kansas Nonprofit Corporation Act and for the purpose of forming a not-for-profit corporation, the undersigned, who is a citizen of the United States of the age of 18 years or more, does hereby certify:

**ARTICLE I
CORPORATE NAME**

The name of the corporation is Creekside Woods Homeowners Association (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 9401 Indian Creek Parkway, Suite 1150, Overland Park, KS 66210. The name of its registered agent at such address is Service Agent Incorporated.

**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 nonprofit owners association within the meaning of Internal Revenue Code Section 528 for the benefit of property owners in the residential subdivision located in Lenexa, Johnson County, Kansas, commonly known as Creekside Woods; 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 these Articles of Incorporation and the Bylaws of the Association, as amended from time to time, and in that certain document titled Creekside Woods, First Plat, Declaration of Easements, Covenants, Conditions and Restrictions, recorded in the Office of the Johnson County Recorder of Deeds, and as amended and supplemented from time to time (collectively, the "Declaration");

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, and to 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; and

d. Have and exercise any and all powers, rights and privileges authorized by the Declaration and the Bylaws, 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 record Owners of the fee interest in any Lot (as such items are defined in the Declaration) which is now or hereafter within the jurisdiction of the Association. Persons or entities (other than a contract seller) 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.

ARTICLE VI DECLARANT MEMBERSHIP AND VOTING RIGHTS

Ownership of each Lot shall entitle the record Owner to one membership in the Association, and one vote per membership, irrespective of the number of persons or entities that comprise the ownership of such Lot.

During any period in which an Owner is delinquent in the payment of any assessment levied by the Association under the Declaration, the voting rights of such Member shall be suspended until such assessment is paid in full.

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 shall 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 shall consist of three persons, who shall be vested with the power and authority to adopt the initial Bylaws of the Association and who shall hold office until their respective successors have been duly elected and qualified or until their respective earlier resignation or removal, all as provided in the Bylaws. Directors shall be elected or appointed in the manner and for the terms provided in the Bylaws.

The names and addresses of the persons constituting the Board of Directors are:

Doug Claussen
President

11125 NW Ambassador Drive, Suite 200
Kansas City, MO 64153

Chuck Mussorici
Vice President

11125 NW Ambassador Drive, Suite 200
Kansas City, MO 64153

No officer or Director of the Association shall be individually or personally liable for the debts, liabilities or obligations of the Association.

ARTICLE VIII INDEMNIFICATION

The Association may agree to the terms and conditions upon which any Director, officer, employee or agent accepts his office or position, and in its Bylaws, by contract or in any other manner may agree to indemnify and protect any Director, officer, employee or agent of the Association, to the fullest extent permitted by the laws of the State of Kansas; provided, however, that the only limitation upon the power granted to the Association by this paragraph shall be a prohibition against indemnification of any person from or on account of such person's conduct which was finally adjudged to have been knowingly fraudulent, deliberately dishonest or willful misconduct.

ARTICLE IX 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 or the making of adequate provision for all debts, 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 or to a nonprofit corporation, association, society, 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 X DURATION

The Association shall have perpetual existence.

ARTICLE XI BYLAWS

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

ARTICLE XII INCORPORATOR

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

Rod Hoffman
Martin, Pringle, Oliver, Wallace & Bauer, L.L.P.
9401 Indian Creek Parkway, Suite 1150
Overland Park, KS 66210

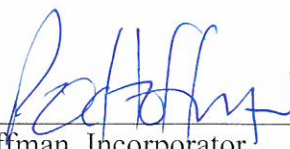
The powers of the incorporator shall cease upon filing of these Articles, and the powers of the Association shall be vested in the Board of Directors.

ARTICLE XIII 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. Unless otherwise provided in the Declaration, any surplus funds of the Association remaining after payment of or provision for common expenses and prepaid reserves shall be paid to the Lot Owners in proportion to their common expense liability or credited to them to reduce their future common expense assessments.

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 2nd day of September 2015.



Rod Hoffman, Incorporator



I hereby certify this to be a true and correct copy of the original on file.
Certified on this date: Sept 10, 2015
KRIS W. KOBACH
Secretary of State 