

ARTICLES OF INCORPORATION OF
LEAWOOD SOUTH HOMES ASSOCIATION, INC.

We, the undersigned, incorporators, hereby associate ourselves together to form and establish a not-for-profit corporation under the laws of the State of Kansas.

FIRST: The name of the corporation is LEAWOOD SOUTH HOMES ASSOCIATION, INC.

SECOND: The purpose or purposes for which the corporation is organized are as follows:

1. To provide services for the enhancement, maintenance and beautification of the subdivision known as Leawood South, Johnson County, Kansas. Such services may include, but not by way of limitation, enforcement of building and use restrictions imposed on residential lots or building sites within Leawood South; plowing or removal of snow from sidewalks, driveways and streets; care of trees, shrubbery, gardens and grass in all public places within Leawood South; collection and disposal of trash and rubbish; maintenance of vacant lands within Leawood South; erection and maintenance of signs for marking of streets; acquisition and the furnishing of water, gas and electricity to owners within Leawood South; and generally such other services as may, in the opinion of the Board of Directors of the corporation, be necessary, desirable or of benefit to the members of the LEAWOOD SOUTH HOMES ASSOCIATION, INC.

2. To establish, maintain, administer, manage and operate all playgrounds, recreational areas and facilities, gateways, entrances, gardens and other ornamental features in and upon public places within Leawood South; to repair, maintain, repave or reconstruct streets, lanes, drives, circles, cul-de-sacs, sidewalks and other ways commonly used for pedestrian or vehicular traffic; to issue permits to plumbers and other parties required to make cuts in or excavate a street in connection with the installation, repair and maintenance of utility services; and generally to perform such other acts and to provide such other facilities as may, in the opinion of the Board of Directors of the corporation, be necessary, desirable or of benefit to the members of the LEAWOOD SOUTH HOMES ASSOCIATION, INC.

3. In addition to the following purposes, the corporation shall have the following powers:

(a) To levy assessments against all lots or building sites subject to Leawood South Homes Association Declaration and to collect such assessments from the owners of such lots and building sites.

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(b) To purchase, take, receive, lease as lessee, take by gift, grant assignment, transfer, devise or bequest, or otherwise acquire, and to own, hold, use, maintain, operate, manage, and otherwise deal in and with any real (whether improved or unimproved) or personal property, or any interest therein, situated in or out of the State of Kansas, as may be necessary or proper for carrying on its legitimate affairs.

(c) To receive and take by gift, grant, assignment, transfer, devise or bequest, any real or personal property in trust for any one or more of the purposes specified in subparagraph 2 above, to execute and perform all such trusts in accordance with the terms, conditions, limitations and restrictions thereof and, in administering the same to carry out the directions and exercise the powers of such trusts, including the expenditure of the principal, as well as the income, for one or more of such purposes if authorized or directed by the instrument creating the trust.

(d) To sell, convey, mortgage, pledge, lease as lessor, convert and otherwise dispose of or grant options with respect to, all or any part of its property or assets.

(e) To purchase, take, receive, subscribe for, invest in, or otherwise acquire, own, hold, use, employ, and use the proceeds and income o. shares of capital stock, bond,, mortgages, debentures, notes or other interests in or obligations of domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals; to sell assign, mortgage, loan, pledge, hypothecate or otherwise dispose of such shares, interests or obligations; and while the owner or holder thereof to do any act or thing permitted by law to preserve, protect, or enhance the value of any such shares, securities, interests or obligations and to exercise all of the rights, powers and privileges of ownership or interest in respect thereof, including the right to vote thereon and otherwise act with respect thereto.

(f) To enter into, make and perform contracts of every kind and description and incur liabilities with any person, firm, association, corporation, municipality, country, state, body politic or government or colony or dependency thereof.

(g) To borrow or raise moneys for any of its corporate purposes at such rates of interest as the corporation may determine and, from time to time, without limit as to amount, to issue, draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange,

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warrants, bonds, debentures and other obligations and negotiable and non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage, pledge, conveyance, or deed of trust of all or any of its property, franchises and income.

(h) To invest its funds from time to time in any real or personal property.

(i) To lend money for any of its corporate purposes, including without limiting the generality of the foregoing, to lend money to and to aid in any manner any corporation or association of which any stocks, bonds, evidences of indebtedness or other obligations are held, or are in any manner guaranteed by the corporation or in which the corporation is in any way interested, and to do any other acts or things designated to preserve, protect, improve or enhance the value of any such stocks, bonds, evidences of indebtedness or other obligations; and to take and hold real and personal property as security for the payment of funds so invested or loaned.

(j) To erect or contract for the erection or demolition of buildings and improvements upon real property owned by the corporation, or in which the corporation has an interest; and to divide, subdivide, plat, dedicate, impose restrictions upon and otherwise develop and improve real estate of all kinds and descriptions owned by the corporation or in which it has an interest.

(k) To conduct its affairs, carry on its operations, and have offices within and without the State of Kansas, and to exercise the aforesaid powers and promote its objects in any other state, territory, district or possession of the United States, or in any foreign country.

(l) To have and exercise all powers necessary or convenient to effect any or all of the purposes specified above for which the corporation is organized.

(m) In general, to have and exercise all of the powers conferred by the laws of Kansas upon a not-for-profit corporation and to do any or all of the things set forth and all things incident and proper in connection therewith to the same extent as natural persons might or could do.

(n) The powers specified in the foregoing clauses (a) to (m), inclusive shall, except where otherwise expressed, be in no ways limited or restricted by reference to, or inference from, the

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terms of any other clause, but the powers specified in each of the foregoing clauses shall be regarded as independent powers.

THIRD: The location of its registered office in this state is 5354 West 100th Street, Overland Park, Kansas.

FOURTH: The name and address of its registered agent in this state is Kent L. Thompson, 5354 West 100th Street, Overland Park, Kansas.

FIFTH: The term for which this corporation is to exist is one hundred (100) years.

SIXTH: The first Board of Directors shall consist of five (5) persons.

SEVENTH: This corporation shall have no capital stock divided into shares; it is not organized for business purposes nor for pecuniary profit, but for the purposes aforesaid.

EIGHTH: The characteristics and the limitations of membership, and the qualifications, requirements and procedures for admission to membership shall be as set forth in the By-Laws of the corporation. Directors of the corporation need not be residents of the State of Kansas or members of the corporation. The directors constituting the first Board of Directors shall hold office for such period as shall be specified in the By-laws of the corporation, and thereafter, directors shall be elected or appointed in the manner and for the terms provided in the By-Laws.

NINTH: In furtherance, and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, adopt, alter, amend or repeal the By-Laws of the corporation, and to adopt new By-Laws.

TENTH: The names and places of residence of each of the incorporators are as follows: (deleted)

ELEVENTH: The amount of capital with which this corporation will commence business is One Thousand Dollars (\$1,000.00).

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TWELFTH: The corporation reserves the right to amend, alter, modify, change or repeal any provisions hereof, in the manner now or hereafter prescribed by statute, and all rights and powers conferred herein on members, directors and officers are subject to this reserved power.

IN TESTIMONY WHEREOF, we have hereunto subscribed our names this 27th day of March, 1968. STATE OF MISSOURI, COUNTY OF JACKSON. Personally appeared before me, a Notary Public, in and for Jackson County, Missouri, the above-named, S. M. RIDDLE, JAMES H. BERNARD AND KENNETH I. FLAG, JR., who are personally known to me to be the same persons who executed the foregoing instrument of writing, and duly acknowledged the execution of the same.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my official seal this 27th day of March, 1968.