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John Y. Brown III
Secretary of State
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**ARTICLES OF INCORPORATION
OF
RED WATER PROPERTY OWNER'S ASSOCIATION, INC.
A Nonprofit Corporation**

The subscriber to these Articles of Incorporation is a natural person over the age of 18 years, residing in the Commonwealth of Kentucky.

I

Name

The name of the corporation is **RED WATER PROPERTY OWNER'S ASSOCIATION, INC.**

II

Purpose and Powers

The purposes for which this corporation is organized are as follows:

1. To protect, defend, and enforce the covenants and restrictions of Red Water Estates Subdivision of Calloway County, Kentucky.
2. To do anything necessary and proper to protect the property values of lots in said subdivision.
3. To perform any other lawful actions allowed by a Kentucky nonprofit corporation.

III

Initial Address

The initial address of the principal office of the Corporation in the Commonwealth of Kentucky is 25 John Downs Court, New Concord, Kentucky 42076. The name of the registered agent upon whom process may be served shall be **Charles C. Agnew, at 25 John Downs Court, New Concord, Kentucky 42076.**

IV
Directors

The Board of Directors of the Corporation shall consist of four (4) members, who need not be a resident of the Commonwealth of Kentucky or a shareholder of the Corporation. The number of Directors may be increased or decreased from time to time by amendment of this Section of these Articles of Incorporation. The name and residence address of the member of the first board of directors is:

James C. Farrier
319 Red Water Drive
New Concord, KY 42076

B. Larry Compton
P.O. Box 382
Sharon, TN 38255

Esther M. Porter
68 Lisa Court
New Concord, KY 42076

Virgle E. Porter
68 Lisa Court
New Concord, KY 42076

V
Incorporator

The name and address of the sole incorporator is:

Charles C. Agnew
25 Downs Court
New Concord, KY 42076

IN WITNESS WHEREOF, I have signed and acknowledged these Articles of Incorporation this 15th day of July, 2002.


Charles C. Agnew, President

COMMONWEALTH OF KENTUCKY

COUNTY OF CALLOWAY

Before me, the undersigned authority, personally appeared **Charles C. Agnew**, who, being duly sworn, acknowledged before me that he signed the foregoing Articles of Incorporation for the uses and purposes therein set forth.

Dated this, the 15th day of July, 2002.


Notary Public
My commission expires: 6-19-06

THESE ARTICLES WERE PREPARED BY:
C. MARK BLANKENSHIP, ATTORNEY
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MURRAY, KENTUCKY 42071
270/759-3954 - phone

By: 
C. Mark Blankenship