

4013108

**ARTICLES OF INCORPORATION
OF
ELBO CREEK ESTATES WEST HOMEOWNERS ASSOCIATION, INC.**

Chris A. Wendelbo, the undersigned sole incorporator, hereby establishes a corporation not for profit under the laws of the State of Kansas.

**ARTICLE I
NAME**

The name of the Corporation is **Elbo Creek Estates West Homeowners Association, Inc.**

**ARTICLE II
REGISTERED AGENT & OFFICE**

The registered office of the Corporation in the State for Elbo Creek Estates West Homeowners Association, Inc. is 8450 Lake Elbo Road, St. George, Kansas 66535. The registered Agent for said Corporation is David D. Nelson.

**ARTICLE III
TYPE OF CORPORATION & PURPOSE**

This Corporation is organized not for profit and the purposes to be transacted and carried on are:

1. To provide for the operation and maintenance of all common areas owned and maintained by the Corporation, including those areas that provide access to the public at large in addition to the lot owners such as sidewalks and common areas, and perform such administrative functions as shall be necessary to protect and enforce the restrictions on certain lots located in the Elbo Creek Estates Unit One Subdivision, Pottawatomie County, Kansas.

2. To further these objectives 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 regarding the formation of not-for-profit corporations, as such laws are now in

effect or may be in effect after amended. Specifically, this Corporation shall have the power to acquire, purchase, hold, lease, convey, mortgage and pledge such real and personal property in Kansas, other states within the United States and elsewhere as shall be necessary or convenient to the transaction of its business and realization of its objects and purposes.

3. Provided, however, that in all events and under all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution or winding up of this Corporation, voluntarily or involuntarily, 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 implication 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 501(c)(4) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue Code or Statute).

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

c. No compensation or payments 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 all or any portion of such assets or net earnings shall ever be used for, accrue to, or inure to the benefit of any member or private individual within the meaning of Section 501(c)(f) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

4. Upon dissolution of this Corporation, the governing body shall, after paying or making provisions for the payment of all liabilities of the Corporation, dispose of all assets of the Corporation exclusively for the purpose of the Corporation in such manner, or to such organization or organizations organized and operated

exclusively for such purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the governing board shall determine. Any such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the Corporation is located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV
POWERS

The Corporation is formed to hold and exercise all of the Powers conferred by the statutes of the State of Kansas (as they may now exist or may be amended in the future) insofar as such powers are necessary and desirable to carry out the purposes of the Corporation as discussed herein and are consistent with the provisions of Section 501(c)(4) of the Internal Revenue Code or such comparable Federal Tax Code.

ARTICLE V
INCORPORATOR

The name and address of the incorporator is: Chris Wendelbo, 4505 Madison Ave, Kansas City, MO 64111.

ARTICLE VI
NO CAPITAL STOCK/GOVERNANCE

This Corporation will not have authority to issue capital stock and the conditions of membership shall be fixed by the Bylaws.

ARTICLE VII
DIRECTORS

The Board of Directors shall consist of at least one member and the Directors shall have all powers granted by Kansas law and Statutes, and the Bylaws. The number of Directors may be increased or decreased from time to time

as provided by the Bylaws. The name and residence of the initial Director until his successors are elected and qualified is: David D. Nelson, 8450 Lake Elbo Road, St. George, Pottawatomie, Kansas 66535.

ARTICLE VIII
DIRECTOR LIABILITY

No Director shall be personally liable to the Corporation or its members for monetary damages for any breach of fiduciary duty by such Director as a Director. Notwithstanding the foregoing sentence, a Director shall be liable to the extent provided by applicable law (a) for breach of the Director's duty of loyalty to the Corporation of its members; (b) for acts or omissions not in good faith or which involved intentional misconduct or any other violation of law; (c) under the provisions of K.S.A. 17-6424 and any amendments thereto; or (d) for any transaction from which the Director derived an improper personal benefit. No amendment to or repeal of this Article shall apply to or have any effects on the liability or alleged liability of any Director of the Corporation for or with respect to any acts or omissions of such Director occurring prior to the date when such provision becomes effective.

ARTICLE IX
DURATION

The term for which this Corporation shall exist is perpetual.

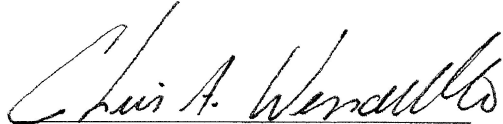
ARTICLE X
NO PRIVATE INUREMENT

No member of the Corporation shall benefit financially from the dissolution of the Corporation. In the event of dissolution of this Corporation, the assets of the Corporation shall be distributed as set forth in Article II hereof.

ARTICLE XI
POWERS RESIDING IN THE MEMBERS

The power to adopt, amend, and repeal these Articles or the Bylaws of this Corporation shall reside in the members, all as provided by the Bylaws.

IN TESTIMONY WHEREOF, I hereunto have set my hand this 20TH day of October, 2006.


Chris A. Wendelbo,
Incorporator

STATE OF MISSOURI)
) ss.
COUNTY OF JACKSON)

Personally appeared before me, a Notary Public in and for said County and State, the above-named Chris A. Wendelbo, who is personally known to me to be the same person 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 20th day of October, 2006.



Notary Public

MELEA SMITH
Notary Public - Notary Seal
STATE OF MISSOURI
Jackson County
Commission Expires July 30, 2008

My Commission Expires:

Dec. 14, 2006