Articles of Incorporation

Clean, searchable transcription of the scanned governing document. This reference copy preserves the existing transcription, including historical names, dates and wording. It is not a new amendment or a certified recorded copy; consult the original scan to verify the text.

Original scan — page 1

ARTICLES OF INCORPORATION OF

CLAY MEADOWS HOMEOWNERS ASSOCIATION, INC.

A Missouri Not-for-Profit Corporation

The incorporator named herein, being a natural person over the age of 21 years and a citizen of the United States, for the purpose of forming a corporation under the "General Not-For-Profit Corporation Law" of the State of Missouri, does hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation is: Clay Meadows Homeowners Association, Inc., a Missouri not-for-profit corporation.

ARTICLE II

The corporation is a Mutual Benefit Corporation.

Filed and Certificate of Incorporation issued February 9, 1998 — Secretary of State of Missouri.

ARTICLE III

The duration of the corporation is perpetual.

ARTICLE IV

The name and address of the initial registered agent of the corporation is as follows: Vincent F. Igoe, Jr., Two South Main, Liberty, Missouri 64068.

ARTICLE V

The name and address of the incorporator is as follows: Jan E. Stubbs, 1604 Ridgeway, Liberty, MO 64068.

ARTICLE VI

The corporation has members. Every person or entity which is a record fee simple owner of a lot in Clay Meadows, a subdivision in Clay County, Missouri, according to the recorded plat thereof, shall be a member of Clay Meadows Homeowner's Association, Inc. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to the Declaration of Restrictions and Homes Association Declaration of Clay Meadows, dated February 15, 1993, as originally filed March 2, 1993 and as later amended, supplemented and modified. Members of the association are entitled to cast one (1) vote per lot. Where one or more persons or entities owns a single lot, they shall decide among themselves who shall be entitled to cast a vote for said lot. In no event shall more than one vote be cast per lot. In the event owners are unable to agree as to who shall be entitled to cast the vote, no vote for that lot shall be counted.

Original scan — page 2

ARTICLE VII

The number of directors constituting the first board of directors shall be three (3) and the name and address of each director is as follows:

1. James D. Robertson, 602 Cottonwood, Liberty, Missouri 64068

2. James M. Streu, 17401 H Highway, Liberty, Missouri 64068

3. Jan E. Stubbs, 1604 Ridgeway, Liberty, MO 64068

ARTICLE VIII

The purpose for which the corporation is organized is to serve as a Homeowner Association as provided in the Declaration of Restrictions and Homeowners Association Declaration of Clay Meadows, dated February 15, 1993, as amended, supplemented, modified and recorded in the office of the Recorder of Deeds of Clay County, Missouri.

ARTICLE IX

The corporation shall have all the powers permitted under the General Not-for-Profit Corporation Law of the State of Missouri, Chapter 355 of the Revised Statutes of Missouri, and shall have all of the powers and duties set forth in the bylaws of the corporation as may be amended from time to time.

ARTICLE X

The effective date of this document is the date on which it is filed by the Office of Secretary of State of Missouri.

Original scan — page 3

IN WITNESS WHEREOF, the undersigned subscribes her name as incorporator.

Signed: Jan E. Stubbs, Incorporator

STATE OF MISSOURI) ss: COUNTY OF CLAY)

On this 5th day of February, 1998, before me, the undersigned notary public, personally appeared Jan E. Stubbs, to me known to be the person described in and who executed the foregoing instrument, and acknowledged that she executed the same as her free act and deed for the purposes stated therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in my office in said county and state the day and year last above written.

Notary Public — commission expires June 13, 1998.

Original scan — page 4

CERTIFICATE OF INCORPORATION — MISSOURI NONPROFIT

Charter No. N00058218 — State of Missouri, Corporation Division.

WHEREAS, duplicate originals of Articles of Incorporation of CLAY MEADOWS HOMEOWNERS ASSOCIATION, INC. have been received and filed in the office of the Secretary of State, which articles, in all respects, comply with the requirements of Missouri Nonprofit Corporation Law;

NOW, THEREFORE, I, Rebecca McDowell Cook, Secretary of State of the State of Missouri, by virtue of the authority vested in me by law, do hereby certify and declare this entity a body corporate, duly organized this date and that it is entitled to all rights and privileges granted corporations organized under the Missouri Nonprofit Corporation Law.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the Great Seal of the State of Missouri, on this, the 9th day of February, 1998.

Rebecca McDowell Cook, Secretary of State.