

Commonwealth of Kentucky
Department of State



Secretary of State

FRANCES JONES MILLS
FRANKFORT, KENTUCKY

CERTIFICATE

I, FRANCES JONES MILLS, Secretary of State for the Commonwealth of Kentucky, do certify that the foregoing writing has been carefully compared by me with the original record thereof, now in my official custody as Secretary of State and remaining on file in my office, and found to be a true and correct copy of **Articles of Incorporation of LAKE VILLAGE WATER ASSOCIATION, INC. filed May 2, 1968, Amendment filed February 13, 1978.**

IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal.
Done at Frankfort this 17th day of
January 19 83

Frances Jones Mills
Secretary of State, Commonwealth of Kentucky

ARTICLES OF INCORPORATION
OF
LAKE VILLAGE WATER
ASSOCIATION INC.

Filed
Sept. 1, 1972
Commonwealth of Kentucky

We, whose names are hereto subscribed, acting as incorporators for the purpose of forming a nonprofit corporation under the provisions of Chapter 273 of the KRS, assuming and claiming all powers, rights, privileges and immunities granted or permitted bodies corporate under said laws, and do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation shall be LAKE VILLAGE WATER ASSOCIATION, INC.

ARTICLE II

REGISTERED OFFICE AND AGENT

The registered office of the corporation shall be at Danville, County of Boyle, State of Kentucky; the registered agent at such address is Donald D. Harkins, Farmers National Bank Building, Danville, Kentucky.

ARTICLE III

PURPOSE

The purpose of the said corporation shall be to establish, develop and operate a complete water supply and distribution system by purchase, development, or otherwise to construct reservoirs or water towers, erect pumping machinery, lay water mains, pipes and hydrants; to furnish and sell water to members of the corporation, public bodies and local businesses, for

fire protection, drinking and general farm and domestic use and collect payment for rental or sale of same and doing all things necessary, convenient and incidental thereto, and a complete sanitary and/or storm sewer collection system and treatment facilities by purchase, development, or otherwise to construct mains, submains, and laterals, treatment plant, lagoons, to furnish sewer service to members of the corporation, public bodies and local businesses, for sanitary and health protection and collect service payment for rental of same and doing all things necessary, convenient and incidental thereto.

ARTICLE IV

SEAL

This corporation shall have a seal, which seal shall contain the corporate name, Kentucky, and the words "corporate seal".

ARTICLE V

POWERS

The corporation shall have all powers provided by law.

ARTICLE VI

MEMBERSHIP

Person may become members of the corporation as provided in the By-Laws.

ARTICLE VII

DURATION

The corporation shall have perpetual duration.

ARTICLE VIII
BOARD OF DIRECTORS

1. The affairs of this corporation shall be managed by a Board of five (5) Directors to be elected by and from the members thereof and shall serve for three years and until their successors are elected. The size of the Board may not be changed except by amendment to these articles. At the first annual election, three (3) Directors shall be elected for a term of one year; one (1) Director shall be elected for a term of two years; one (1) Director shall be elected for a term of three years. Thereafter Directors shall be elected for terms of three years.

2. The Board of Directors shall fill vacancies occurring in its own membership by appointment of qualified members to hold office until the next annual meeting of the membership at which meeting a member shall be elected to fill the unexpired term.

3. A majority of the Directors must be present at a meeting to conduct the business of the corporation.

4. Until the first annual election, the following persons shall be Directors:

J. Clemens Caldwell	Danville, Kentucky
J. Wellington Cooper	Danville, Kentucky
Ross Kelly	Danville, Kentucky
H. N. Graham	Harrodsburg, Kentucky
James Campbell	Harrodsburg, Kentucky

and the following persons shall be Officers:

President	J. Clemens Caldwell	Danville, Kentucky
Vice President	James Campbell	Harrodsburg, Kentucky
Secretary	H. N. Graham	Harrodsburg, Kentucky
Treasurer	Ross Kelly	Danville, Kentucky

5. The Board of Directors shall have their annual meeting after the annual meeting of members hereinafter provided for, at a time and place to be designated by the President, and will elect from their own number a President, Vice-President, Secretary and Treasurer. However, the offices of Secretary and Treasurer may be combined into one office.

6. The Board of Directors shall have other meetings as provided in the By-Laws.

ARTICLE IX

MEETINGS

1. The annual meeting of the members of this corporation for the purpose of electing directors and transacting such other business as may properly come before it at such time, shall be held on the first Monday in March of each year at the time and place specified by the Board of Directors.

2. Special meetings of the members of this corporation may be called by the President at any time or place within the county upon giving to each of the members a notice in writing mailed to his postal address as it appears in the corporation records at least ten (10) days prior to such meeting; and such meetings shall be called by him at any time upon written demand of the majority of the Directors, or of any twenty (20) members, and in case of his neglect or refusal to call such meetings, such Directors or members shall unite in calling such meetings, which shall be the same as though called by the President. If the purpose of the meeting is to amend the articles, then the notice of meetings signed by the Secretary shall set forth the proposed amendment in substance. Articles may be amended by a two-thirds vote of the members present at such a meeting or voting by proxy.

ARTICLE X

INCORPORATORS

The names and addresses of the incorporators are:

J. Clemens Caldwell

Danville, Kentucky

Ross Kelly

Danville, Kentucky

J. Wellington Cooper

Danville, Kentucky

H. N. Graham

Harrodsburg, Kentucky

James Campbell

Route # 4
Harrodsburg, Kentucky

ARTICEL XI

BY-LAWS

The corporation may make and amend By-Laws at its pleasure through its Board of Directors.

IN WITNESS WHEREOF, we have hereunto subscribed our names this the 25th day of April, 1968.

J. W. Cooper

James H. Campbell


Ross Kelly

H. N. Graham

J. W. Caldwell

STATE OF KENTUCKY
COUNTY OF BOYLE

On this 25th day of April, 1968, before me Donald D. Harkins, a Notary Public in and for said County, personally appeared J. Clemens Caldwell, Ross Kelly, J. Wellington Cooper, H. N. Graham and James Campbell to me known to be the persons named in and who executed the foregoing instrument, and acknowledged that they executed the same as their voluntary act and deed.


Notary Public, Commonwealth at Large

My commission expires February 19, 1969.

ORIGINAL COPY
FILED AND RECORDED
James Begley
MAY 2 1968
SECRETARY OF STATE OF KENTUCKY
FRANKFORT, KENTUCKY
BY *James Begley*
ASSISTANT SECRETARY OF STATE

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION OF
LAKE VILLAGE WATER ASSOCIATION, INC.

SECRETARY OF STATE
RECEIVED
FEB 13 1978

Commonwealth of Kentucky

Ross Kelly, President, and Campbell Yocum, Secretary of the Lake Village Water Association, Inc., a Kentucky corporation, with its principal office located at Burgin, Mercer County, Kentucky, do hereby certify that a meeting of the members of the Corporation entitled to vote on the proposal to amend the Articles of Incorporation thereof as contained in the following resolution was duly called upon notice of the specific purpose and held on the 7th day of January, 1978, at 10:00 a.m., in the Cafeteria of the Burgin High School, Burgin, Kentucky, at which meeting a quorum of such members of the corporation was present in person or by proxy and that by the affirmative vote of said members the following Resolution was adopted to amend the Articles:

RESOLVED that Article IX, Paragraph 1, be amended to read as follows:

The annual meeting of the members of this Corporation for the purpose of announcing the results of the election of directors and transacting such other business as might properly come before it at such time shall be held on the first Monday in April of each year at the time and place specified by the Board of Directors; said election shall be by secret ballot conducted by mail.

IN WITNESS WHEREOF, Ross Kelly, President, and Campbell Yocum, Secretary of the Lake Village Water Association, Inc., acting for and on behalf of said corporation have hereunto

ORIGINAL COPY
FILED
SECRETARY OF STATE OF KENTUCKY
FRANKFORT, KENTUCKY

FEB 13 1978

Dorothy Davis
SECRETARY OF STATE

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subscribed their names this 17 day of February,
1978.

LAKE VILLAGE WATER ASSOCIATION, INC.

By: Ross Kelly
Ross Kelly, President

LAKE VILLAGE WATER ASSOCIATION, INC.

By: Campbell Yocum
Campbell Yocum, Secretary

COMMONWEALTH OF KENTUCKY
COUNTY OF BOYLE

The foregoing instrument of writing was acknowledged before
me by Ross Kelly and Campbell Yocum, this 17th day of
February, 1978.

My commission expires August 1st 1981
[Signature]
NOTARY PUBLIC

THIS DOCUMENT PREPARED BY:

WILLIAM L. STEVENS
Attorney at Law
326 W. Main St.
Danville, Kentucky 40422