

FILED AND CERTIFICATE OF  
INCORPORATION ISSUED

ARTICLES OF INCORPORATION

JUN 29 1979

OF

KEHRS MILL ESTATES RESIDENTS ASSOCIATION *James C. Smith*  
-Public Dept. SECRETARY OF STATE

We, the undersigned, being natural persons of the age of twenty-one (21) years or more and incorporators of the corporation to be organized pursuant hereto, for the purpose of forming a corporation under the "General Not-For-Profit Corporation Act", Chapter 355, R.S. Mo., 1965, as amended, do hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the corporation is KEHRS MILL ESTATES RESIDENTS ASSOCIATION.

ARTICLE TWO

The corporation is formed for the following purposes:

To act as a Trustee for the Kehrs Mill Estates Subdivision, St. Louis County, Missouri, and in the capacity of Trustee to acquire and hold title to such common areas and to carry out all of the duties delegated to it as a Trustee, including but not limited to the collection and disbursement of funds for any authorized purpose of the Trustee; to act as a homeowner and community improvement association; to supervise, maintain and improve the common areas in said Kehrs Mill Estates Subdivision, for the use, benefit, protection, enjoyment, welfare, health, safety and recreation of the residents of

said Subdivision; and to do all other things and acts necessary or conducive to the carrying out of the aforesaid purposes and the powers and duties granted to it as Trustee of Kehrs Mill Estates Subdivision.

#### ARTICLE THREE

The duration of the corporation is perpetual.

#### ARTICLE FOUR

The names and addresses of the incorporators are:

Gene M. Zafft	36 Granada Way Ladue, Missouri 63124
Steven J. Stogel	14508 Crossway Chesterfield, Missouri 63017
Michael A. Markenson	7777 Bonhomme, Suite 1414 St. Louis, Missouri 63105

#### ARTICLE FIVE

The first Board of Directors shall consist of three (3) members. The names and addresses of such Directors are:

Miguel Barrios	2346 Richborough Chesterfield, Missouri 63017
Gerald L. Winkler	2326 Richborough Chesterfield, Missouri 63017
Gerald J. Miller	227 Kaywin Court Chesterfield, Missouri 63017

#### ARTICLE SIX

The address of the corporation's initial registered office in the State of Missouri is: 763 New Ballas Road South, St. Louis, Missouri, 63141; and the name of its initial registered agent at such address is: Gerald L. Winkler.

ARTICLE SEVEN

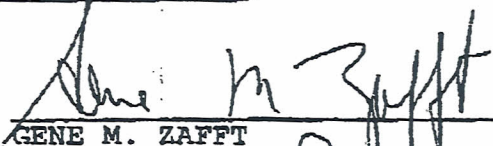
The members shall have no right to vote except as specifically set forth in the By-Laws of the corporation.

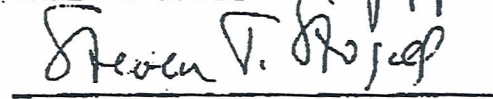
ARTICLE EIGHT

Provisions for the regulation of the internal affairs of the corporation, including any provision for distribution of assets on dissolution in final liquidation may be made in the By-Laws of the corporation; provided, however, that the members of the corporation shall be those persons who are the lot owners of Kehrs Mill Estates Subdivision; said memberships being appurtenant to and in conjunction with the ownership of lots in said Kehrs Mill Estates, and any conveyance or change of ownership of any lot or lots in Kehrs Mill Estates shall carry with it membership in the corporation. No member shall have a right to convey his membership in the corporation except as an incident to the ownership of a regularly platted lot.

IN WITNESS WHEREOF, we have hereunto set our hands this

27 day of June, 1979.

  
\_\_\_\_\_  
GENE M. ZAFFT

  
\_\_\_\_\_  
STEVEN J. STOGEL

  
\_\_\_\_\_  
MICHAEL A. MARKENSON

STATE OF MISSOURI     )  
                              ) SS:  
COUNTY OF ST. LOUIS )

The undersigned, GENE M. ZAFFT, STEVEN J. STOGEL, and  
MICHAEL A. MARKENSON, being all of the incorporators of KEHRS  
MILL ESTATES RESIDENTS ASSOCIATION, being duly sworn, upon their  
oaths, each did say that the statements and matters set forth  
in the foregoing Articles of Incorporation are true.

Gene M. Zafft  
GENE M. ZAFFT  
Steven J. Stogel  
STEVEN J. STOGEL

Michael A. Markenson  
MICHAEL A. MARKENSON

Subscribed and sworn to before me this 27 day of  
June, 1979.

Richard M. Jordan  
NOTARY PUBLIC

My Commission Expires: MY COMMISSION EXPIRES NOV. 11, 1979

STATE OF MISSOURI     )  
                              ) SS:  
COUNTY OF ST. LOUIS )

ON THIS 27<sup>th</sup> day of June, 1979, before me  
personally appeared GENE M. ZAFFT, STEVEN J. STOGEL, and MICHAEL  
A. MARKENSON, to me known to be the persons described in and who  
executed the foregoing instrument and acknowledged that they  
executed the same as their free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and  
affixed my Notarial Seal the day and year last above written.

Andrew M. Gordon  
NOTARY PUBLIC

My Commission Expires:  
MY COMMISSION EXPIRES NOV. 11, 1979

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James C. McIntosh  
Corporation Dept. SECRETARY OF STATE