

**ARTICLES OF INCORPORATION**  
**OF**  
**CRYSTAL RIDGE RESIDENTIAL HOMES ASSOCIATION, INC.**

I, the undersigned incorporator, in compliance with the requirements of K.S.A. § 17-6001, do hereby form and establish a corporation NOT FOR PROFIT under the laws of the State of Kansas.

ARTICLE FIRST  
Name of Corporation

The name of this corporation is CRYSTAL RIDGE RESIDENTIAL HOMES ASSOCIATION, INC.

ARTICLE SECOND  
Registered Office and Resident Agent

The registered office of the corporation in the state of Kansas, County of Johnson is at 11000 King Street, Overland Park, KS 66210. The resident agent at that address is Jodde Olsen Lanning.

ARTICLE THIRD  
Purpose and Powers of Corporation

This corporation is organized NOT FOR PROFIT and the objects and purposes to be transacted and carried on are:

1. To create and manage a homes association encompassing the homes subject to the Declaration of Easements, Covenants, Conditions and Restrictions of Crystal Ridge Single Family, a subdivision in the City of Kansas City, Wyandotte County, Kansas (Book 4708, Page 368); Declaration of Easements, Covenants, Conditions and Restrictions of Crystal Ridge Duplexes, a subdivision in the City of Kansas City, Wyandotte County, Kansas (Book 4708,

Page 302); and Declaration of Easements, Covenants, Conditions and Restrictions of Crystal Ridge Townhomes, a subdivision in the City of Kansas City, Wyandotte County, Kansas (Book 4708, Page 335).

2. To further such objects 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 pursuant to and under which this corporation is formed, as such laws are now in effect or may at any time hereafter be amended. Specifically, this corporation shall have power to acquire, purchase, hold, lease, convey, mortgage and pledge such real and personal property in Kansas, other states of the United States and elsewhere, as shall be necessary or convenient to the transaction of its business and the realization of its objects and purposes.

PROVIDED, HOWEVER, that in all events and under all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution, or winding up of this corporation, voluntary or involuntary 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 interpretation, 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 §501(c)(6) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

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

(c) The Corporation may exercise all powers and privileges as set forth in these Articles, the Bylaws of the Corporation, and as set forth in the Declaration of Easements, Covenants, Conditions and Restrictions of Crystal Ridge Duplexes recorded November 21, 2003, in Book 4708 at Page 302; the Declaration of Easements, Covenants, Conditions and Restrictions of Crystal Ridge Townhomes recorded November 21, 2003 in Book 4708 at Page 335; and the Supplemental Declaration of Easements, Covenants, Conditions and Restrictions of Crystal Ridge Townhomes recorded on December 24, 2003, in Book 4725 at Page 065, all with the Register of Deeds of Wyandotte County, Kansas (collectively the “Declarations”).

(d) No compensation or payment 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 the whole nor any portion of the assets or net earnings, current or accumulated of this corporation shall ever be distributed to or divided among any such persons; provided, further, that neither the whole nor any part or 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 §501(c)(6) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

3. Upon the dissolution of this corporation, the governing board shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation, in such manner, to such organization or organizations organized or operated exclusively for charitable, educational, religious, or scientific purposes, as shall at the time qualify as an exempt organization or organizations under §501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States law), as the governing board shall determine. Any of such assets not so disposed of shall be disposed of by the District Court in the county in which the principal office of the corporation is then located, exclusively for such purposes.

#### ARTICLE FOURTH Capital Stock

The corporation will NOT have authority to issue capital stock, and the conditions of membership shall be fixed by the bylaws.

#### ARTICLE FIFTH Powers of Board of Directors

The Board of Directors shall have all powers granted by Kansas laws and statutes.

#### ARTICLE SIXTH Perpetual Existence

The term for which this corporation is to exist is perpetual.

#### ARTICLE SEVENTH Dissolution of Corporation

No member of this corporation shall benefit financially from the dissolution thereof. In the event of the dissolution of this corporation, the assets of this corporation shall be distributed as set forth in ARTICLE THIRD hereof.

ARTICLE EIGHTH  
Incorporator

The name and address of the initial incorporator is as follows:

Phillip M. Wills  
10341 Edith Avenue  
Kansas City, KS 66109

ARTICLE NINTH  
Number of Directors

The number of directors shall be as set forth in the Bylaws of the Corporation. The number of directors may be increased or decreased from time to time by amendment of the Bylaws.

ARTICLE TENTH  
Directors

The name and residence of the person who is to serve as the initial director until his successor is appointed and then elected and qualified is as follows:

Phillip M. Wills  
10341 Edith Avenue  
Kansas City, KS 66109

ARTICLE ELEVENTH  
Voting Rights

Voting rights shall be as set forth in the separate recorded Declarations as the same may be amended from time to time.

ARTICLE TWELFTH  
Indemnification of Directors

Any individual serving as a member of the Board of Directors of the Corporation shall have no liability to the Corporation or any of its members for monetary damages for breach of fiduciary duty as a director; provided, however, that such elimination of liability of such individual shall not apply (a) for any breach of such director's duty of loyalty to the Corporation or its members, (b) for acts or omissions not in good faith or which involve intentional

misconduct or a knowing violation of law, (c) for any liability arising under the provisions of K.S.A. 17-6424 and any amendments thereto, or (d) for any transaction from which such director derived an improper personal benefit.

I declare under penalty of perjury under the laws of the State of Kansas that the foregoing is true and correct.

\_\_\_\_\_  
Phillip M. Wills

STATE OF KANSAS            )  
  ) SS:  
COUNTY OF \_\_\_\_\_)

Personally appeared before me, a Notary Public, in and for said County and said State, the above named, 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 \_\_\_\_\_ day of \_\_\_\_\_, 2022.

\_\_\_\_\_  
Notary Public

My Appointment Expires:  
\_\_\_\_\_