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ARTICLES OF INCORPORATION

OF

SADDLEWOOD DOWNS HOMES ASSOCIATION, INC.

I, the undersigned incorporator 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 SADDLEWOOD DOWNS 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, Overland Park, Kansas 66210 The resident agent at that address is Jodde Olsen Lanning.

ARTICLE THIRD
Purpose of Corporation

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

1. The operation, for the benefit of the homeowners of Saddlewood Downs, a subdivision in the City of Olathe, Johnson County, Kansas, of a homeowners association, all in accordance with the provisions of the recorded Declarations and Restrictions and specifically to enforce the same for the benefit of all homeowners.
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,

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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.

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 EIGHTH
Incorporator

The name and address of the incorporator is as follows:

Jodde Olsen Lanning
11000 King, Suite 200
P.O. Box 25625
Overland Park, KS 66225-5625

ARTICLE NINTH
Number of Directors

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 each person who is to serve as a director until his successor is elected and qualified is as follows:

Gregory D. Prieb
651 North Somerset Terrace
Olathe, KS 66061

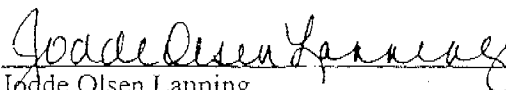
David M. Martens
14955 West 117th Street
Olathe, KS 66062

Philip W. Martens
7362 West 162nd Terrace
Stilwell, KS 66085

ARTICLE ELEVENTH
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.

IN TESTIMONY WHEREOF, I have hereunto my name this 13th day of
September, 2002.


Jode Olsen Lanning

STATE OF KANSAS)
) SS:
COUNTY OF JOHNSON)

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 13th day of September, 2002.

Cynthia S. Sullivan
Notary Public

My Appointment Expires:



I hereby certify this to be a true and correct copy of the original on file.
Certified on this date: 03/14/2005
Ron Thornburgh, Secretary of State