

entitled to any voting rights. Such Shares may in the discretion of the Trustees be cancelled and the number of Shares issued thereby reduced, or such Shares may in the discretion of the Trustees be held in the treasury and may be disposed of by the Trustees at such time or times, to such party or parties and for such considerations as the Trustees may determine.

8.4 Trustees as Shareholders. Any Trustee in his individual capacity may purchase and otherwise acquire or sell and otherwise dispose of Shares of other Securities issued by the Trust, and may exercise all the rights of a Shareholder to the same extent as though he were not a Trustee.

8.5 Redemption and Stop Transfers for Tax Purposes. If the Trustees shall, at any time and in good faith, be of the opinion that ownership of Securities of the Trust has or may become concentrated to an extent which may prevent the Trust from qualifying as a real estate investment trust under the REIT Provisions of the Internal Revenue Code, then the Trustees shall have the power, by lot or other means deemed equitable by them, to prevent the transfer of and/or call for redemption a number of Securities of the Trust sufficient, in the opinion of the Trustees, to maintain or bring the direct or indirect ownership thereof into conformity with the requirements for such a real estate investment trust. The redemption price to be paid for Securities so called for redemption, on the date fixed for redemption shall be (i) the last reported sale price of such Securities on the last business day prior to the redemption date on the principal national securities exchange on which such Securities are listed or admitted to trading, (ii) the representative quotation at the close of business on such last business day as shown by National Association of Securities Dealers Automated Quotation System ("NASDAQ"), or (iii) if such Securities are not so listed or admitted to trading, or if such quotation is not available from NASDAQ, the average of the highest bid and lowest asked prices on such last business day as reported by the National Quotation Bureau Incorporated or a similar organization selected from time to time by the Trust for the purpose, or (iv) if not determinable as aforesaid, as determined in good faith by the Trustees. From and after the date fixed for redemption by the Trustees, the holder of any Securities so called for redemption shall cease to be entitled to any distributions, voting rights and other benefits with respect to such Securities, except only the right to payment of the redemption price fixed as aforesaid.

8.6 Information From Holders of Securities of the Trust. Holders of Securities of the Trust shall upon demand disclose to the Trustees in writing such information regarding actual and constructive ownership of Securities of the Trust as the Trustees deem necessary to comply with the REIT Provisions of the Internal Revenue Code or the provisions of any other applicable law.

ARTICLE IX SHAREHOLDERS

9.1 Meetings of Shareholders. (a) Annual meetings of the Shareholders shall be held at such place within or without the Commonwealth of Kentucky on such day and at such time as the Trustees shall designate. The business transacted at such meeting shall include the election of Trustees and may include the transaction of such other business as Shareholders may be entitled to vote upon as hereinafter provided in this Article IX, or as the Trustees may determine. The holders of a majority of outstanding Shares present in person or by proxy shall constitute a quorum at any annual or special meeting. The first annual meeting of the Shareholders shall be held within one hundred fifty (150) days after the end of the first twelve-month fiscal year of the Trust.

(b) Special meetings of the Shareholders may be called at any time by a majority of the Trustees and shall be called by any Trustee upon written request of Shareholders holding in the aggregate not less than 20% of the outstanding Shares having voting rights, such