

State of Minnesota

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date in the Office of the Secretary of State, for the incorporation of the following corporation, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

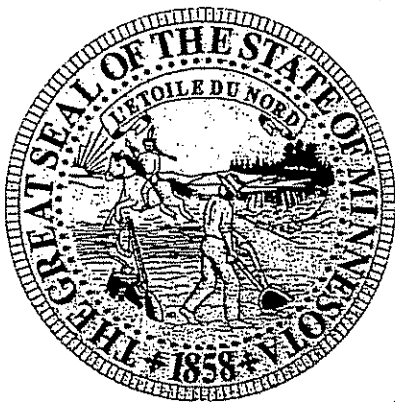
This corporation is now legally organized under the laws of Minnesota.

Corporate Name: PINE SUMMIT SINGLE FAMILY HOMEOWNERS' ASSOCIATION, INC.

Corporate Charter Number: 1W-199

Chapter Formed Under: 317A

This certificate has been issued on 09/28/2000.



Mary Kiffmeyer
Secretary of State.

163-199

**ARTICLES OF INCORPORATION
OF
PINE SUMMIT SINGLE FAMILY
HOMEOWNERS' ASSOCIATION, INC.**

In compliance with the requirements of Minnesota Statutes Annotated, Chapter 317A, the undersigned, all of whom are residents of Minnesota, and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I.

The name of the corporation is PINE SUMMIT SINGLE FAMILY HOMEOWNERS' ASSOCIATION, INC., hereinafter called the "Association."

ARTICLE II.

The principal office and registered office of the Association is 8421 Wayzata Boulevard, Suite 300, Golden Valley, Minnesota 55426.

ARTICLE III.

A. The initial registered agent of this Association is hereby appointed and named as William Pritchard, whose address is 8421 Wayzata Boulevard, Suite 300, Golden Valley, Minnesota 55426.

B. The name and addresses of the incorporator is:

William Pritchard
8421 Wayzata Boulevard
Suite 300
Golden Valley, MN 55426

ARTICLE IV.

PURPOSE OF POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit (incidentally or otherwise) to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the Units and Common Elements (as said terms are defined in that certain Declaration, hereinafter called the "Declaration", applicable to the real property described on Exhibit A hereto and recorded or to be recorded in the Office of the County Recorder, Washington County, Minnesota, and as the same may be amended from time to time as therein provided, being incorporated herein as if herein set forth at length) within that certain property described on Exhibit A, and to promote the health, safety and welfare of the residents within the said property and any additions thereto as may hereafter be brought within the jurisdiction of this Association and for said purposes to:

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- a. exercise all of the powers and privileges and to perform all of the duties and obligations of the Association set forth in the Declaration;
- b. fix, levy, collect and enforce payment of, by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;
- c. acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;
- d. borrow money, and with the assent of two-thirds ($\frac{2}{3}$) of the members entitled to vote, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- e. participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Elements (as defined in Declaration), provided that any such merger, consolidation or annexation shall have the assent of two-thirds ($\frac{2}{3}$) of the members;
- f. have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Minnesota by law may now or hereafter have or exercise.

**ARTICLE V.
MEMBERSHIP**

A. Every person or entity who is a record owner of a fee or undivided fee interest in any Unit which is subject to assessment by the Association, including contract purchasers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Unit. Each Unit shall be entitled to one vote; multiple ownership of a Unit shall not increase the number of votes nor authorize the division of voting rights.

B. The members shall not be personally liable for corporate obligations, but each member shall be liable for annual assessments and special assessments. Methods of enforcement and collection of assessments are set forth at length in the Declaration.

C. The corporation does not and shall not afford pecuniary gain, incidentally or otherwise, to its members.

D. The corporation has no capital stock.

**ARTICLE VI.
BOARD OF DIRECTORS**

The affairs of this Association shall be managed by a Board of five (5) Directors, who need not be members of the Association, provided that a majority of which, subsequent to the period of declarant control, as set forth in the Minnesota Common Interest Ownership Act, Minnesota Statute 515B, as amended, shall be members of the Association. The number of directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>Term</u>	<u>Name</u>	<u>Addresses</u>
1 year	Lee Johnson	8421 Wayzata Boulevard Suite 300 Golden Valley, MN 55426
1 year	Robert Stanwick	8421 Wayzata Boulevard Suite 300 Golden Valley, MN 55426
1 year	William Pritchard	8421 Wayzata Boulevard Suite 300 Golden Valley, MN 55426
1 year	Vincent Burger	8421 Wayzata Boulevard Suite 300 Golden Valley, MN 55426
1 year	Ray Baird	8421 Wayzata Boulevard Suite 300 Golden Valley, MN 55426

**ARTICLE VII.
DISSOLUTION**

The Association may be dissolved with the assent given in writing and signed by not less than eight percent (80%) of the members and the consent of at least eighty percent (80%) of the first mortgagees of the Units. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

No disposition of the assets of the Association shall be effective to divest or diminish any vested right or title of any member effective in any such assets arising under recorded covenants

and deeds applicable to such assets unless made in accordance with the provisions of such covenants and deeds.

**ARTICLE VIII.
DURATION**

The corporation shall exist perpetually subject to the provisions of Article VII.

**ARTICLE IX.
AMENDMENTS**

Amendment of these Articles shall require the assent of seventy-five percent (75%) of the total votes outstanding at the time of the amendment.

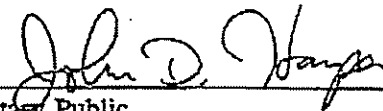
IN WITNESS WHEREOF, for the purposes of forming this Corporation under the laws of the State of Minnesota, I, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 25th day of September, 2000.



William Pritchard

STATE OF MINNESOTA)
)ss.
COUNTY OF HENNEPIN)

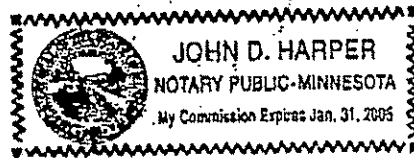
On this 25th day of September, 2000, personally appeared before me William Pritchard, to me personally known, who being by me duly sworn, did say that he is the person who executed the foregoing instrument and he acknowledged that he executed the same as his free act and deed.



Notary Public

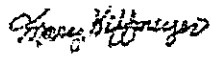
THIS INSTRUMENT WAS DRAFTED BY:

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Minneapolis, Minnesota 55402
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STATE OF MINNESOTA
FILED

SEP 28 2000


Secretary of State