

ARTICLES OF INCORPORATION
OF
HAY LAKE LODGE TOWNHOMES ASSOCIATION

The undersigned, desiring to form a non-profit corporation under Chapter 317A of Minnesota Statutes, known as the "Minnesota Non-Profit Corporation Act," and laws amendatory and supplementary thereof, does hereby make, subscribe and acknowledge the following Articles of Incorporation:

ARTICLE I

Name

The Name of the Corporation shall be ~~Hay Lake~~ Lodge Townhomes Association.

ARTICLE II

Purpose

This corporation is organized and shall be operated for the general purposes of constituting and acting as the association of common interest community owners within the meaning of Chapter 515B of Minnesota Statutes, as amended, commonly known as the "Minnesota Uniform Common Interest Ownership Act," upon certain real property situated in the County of Crow Wing, and State of Minnesota. Its specific purposes shall include, but not be limited to the following:

- (a) To promote, enhance, protect and perfect the community welfare and mutual and collective benefit of all persons, either natural or artificial, hereafter acquiring an interest of whatsoever kind in a common interest community to be hereafter established by the recordation with the Crow Wing County Recorder or Registrar of Titles of a certain Declaration of Common Interest Community (hereinafter "Declaration"), By-Laws of this corporation, and Common Interest Community Plat of said common interest community;
- (b) To further, execute, administer, manage, maintain and operate the plan of ownership and occupancy of said common interest community to be established in said Declaration and By-Laws;
- (c) To levy and collect assessments from the members and to use the proceeds thereof for the purposes of the common interest community;
- (d) To carry insurance pertinent to the ownership, use and maintenance of the common interest community property, as well as on any personal property of the corporation, exclusive of any coverage for contents and personal effects belonging to any of the members, to collect all premiums and charges for the same from the

members, to use, reimburse, or expend the proceeds for the rebuilding, repair, renovation, rehabilitation, and/or replacement of any loss or damage to any of the above property, as provided for in more pertinent detail in the By-Laws;

- (e) To contract for and employ persons, firms or corporations to assist in the management, operation, maintenance and administration of said common interest community;
- (f) To make and enforce reasonable regulations concerning the use and enjoyment of said common interest community;
- (g) To acquire, own, hold, lease, mortgage, convey or dispose of any real or personal property and to borrow money or issue evidences of indebtedness in furtherance of any or all of the within objects, and to secure the same by mortgage, pledge or other lien, subject to limitations contained in the Declaration;
- (h) In general, to enter into any kind of activity, to make and perform any contract and to exercise all powers necessary, incidental or convenient to the administration, management, maintenance, repair, replacement and operation of said common interest community and to the accomplishment of any of the purposes thereof;
- (i) To do anything required of or permitted to it as the administrator and operator of said common interest community or as the association of common interest community owners by the Minnesota Uniform Common Interest Ownership Act (Chapter 515B of Minnesota Statutes) and any further laws amendatory thereof and supplementary thereto, and by the Declaration and By-Laws, as amended from time to time; and
- (j) To exercise such other powers and to do such other things required of or permitted to it which are consistent with the foregoing purposes and which are afforded to a non-profit corporation by the Minnesota Non-Profit Corporation Act (Chapter 317A of Minnesota Statutes) and any further laws amendatory thereof and supplementary thereto.

ARTICLE III

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This corporation is formed exclusively for purposes for which a corporation may be formed under the Minnesota Non-Profit Corporation Act (Chapter 317A of Minnesota Statutes), as required by the Minnesota Uniform Common Interest Ownership Act (Chapter 515B), as amended, and accordingly, this corporation does not and shall not, incidentally or otherwise, afford pecuniary gain to its members, directors or officers; provided, however, that this corporation may pay to its members, directors and officers out-of-pocket expenses incurred in the performance of their duties, may lease and purchase from, sell to, and otherwise deal with its members, directors and officers and others in respect of real and personal property situated

in Crow Wing County, Minnesota, and may hire accountants, attorneys, and other professional advisers, and shall have the power to own, encumber and sell units within the common interest community.

ARTICLE IV

Duration of Corporate Existence

The period of duration of the existence of this corporation shall be perpetual.

ARTICLE V

Registered Office

The registered office of the corporation shall be located at: Route 1, Box 35, Pequot Lakes, Minnesota 56472.

ARTICLE VI

Dissolution

In the event of dissolution of this corporation, all of its then assets shall be distributed as follows:

- (a) The dissolution shall be conducted under court supervision if required or permitted under the statutes of the State of Minnesota, as now enacted or as hereafter amended, and, subject to prior compliance with Subdivision 1, Clauses (2), (3) and (4) of Section 317A.57 of Minnesota Statutes, the assets of this corporation shall be distributed to the members of the corporation pro rata in accordance with their respective interests in the common areas and facilities of the common interest community property.
- (b) If the dissolution under court supervision is not required or permitted under the statutes of the State of Minnesota, as now enacted or as hereafter amended, the assets of this corporation shall be distributed, subject to prior compliance with Subdivision 1, Clauses (2), (3) and (4) of Section 317A.57 of Minnesota Statutes, to the members of the corporation pro rata in accordance with their respective interests in the common areas and facilities of the common interest community property.

ARTICLE VII

Incorporators and Sole Members of the Corporation

The name and address of the incorporator and sole member of the corporation, who is a natural person of full age, is as follows:

<u>NAME</u>	<u>ADDRESS</u>
John W. Pierron	Route 1, Box 35 Pequot Lakes, Minnesota 56427

ARTICLE VIII

Board of Directors

The first Board of Directors shall consist of one (1) natural person, of full age, who shall serve for a term of one (1) year or until, their successors have been duly elected and have qualified. The name and address of the person comprising the first Board of Directors is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TERM</u>
John W. Pierron	Route 1, Box 35 Pequot Lakes, Minnesota 56427	1 Year

ARTICLE IX

No Personal Liability

Members, directors and officers of this corporation shall not be personally liable to any extent whatsoever for corporate obligations.

ARTICLE X

No Capital Stock

This corporation shall have no capital stock, either authorized or issued.

ARTICLE XI

No Corporate Seal

This corporation shall have no corporate seal.

