

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

I, Joan Anderson Grove, 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: Deeg Pond Condominium Association, Inc.

Corporate Charter Number: 1N-683

Chapter Formed Under: 317A

This certificate has been issued on 03/15/1996.



Joan Anderson Grove
Secretary of State.

114-683

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ARTICLES OF INCORPORATION
OF
DEEG POND CONDOMINIUM ASSOCIATION, INC.

The undersigned, being of full age, for the purpose of organizing a nonprofit corporation under the Minnesota Nonprofit Corporation Act, Minnesota Statutes Chapter 317A does hereby adopt, sign and acknowledge the following Articles of Incorporation.

ARTICLE I

NAME

The name of this corporation is Deeg Pond Condominium Association, Inc.

ARTICLE II

PURPOSES AND POWERS

This corporation is formed for the purpose of constituting and acting as the association of unit owners within the meaning of the Minnesota Common Interest Ownership Act, Minnesota Statutes Sections 515B.1-101 to 515B.4-118 (the "Act"), for Deeg Pond Condominium, Common Interest Community No. 190, Dakota County, Minnesota (the "CIC") to be duly constituted under the Act upon certain land located in Dakota County, Minnesota. Such purposes shall include, but not be limited to, the following:

- (a) To maintain, manage, and administer the affairs and property of Deeg Pond Condominium Association, Inc. and of the CIC;
- (b) To exercise the powers described in Minnesota Statutes, Section 515B.3-102;
- (c) To do anything required of or permitted to it as the association of unit owners by the Minnesota Common Interest Ownership Act and any further laws amendatory thereof and supplementary thereto, and by the Declaration creating Deeg Pond Condominium, and the Bylaws of this corporation, as filed and amended from time to time;
- (d) To exercise such other powers which are consistent with the foregoing purposes and which are afforded to the corporation by the Minnesota Nonprofit Corporation Act and any further laws amendatory thereof and supplementary thereto;
- (e) To act as a "condominium management association" within the meaning of Section 528 of the Internal Revenue Code of 1954, as amended.

ARTICLE III

NO PECUNIARY GAIN

The corporation is organized as a nonprofit corporation. The corporation shall in no way, directly or indirectly, incidentally or otherwise, afford pecuniary gain to any of its directors or officers, nor shall any part of the net earnings of the corporation in any way inure to the private benefit of any such member, director, or officer of the corporation, or to any private shareholder or individual except as permitted by Section 528(c)(1)(D) of the Internal Revenue Code, and except that the corporation shall be authorized to make reasonable allowance and payment for actual expenditures incurred or services rendered for or on behalf of the corporation, including the services of an officer or director.

ARTICLE IV

DURATION

The duration of the corporate existence shall be perpetual.

ARTICLE V

REGISTERED OFFICE

The location of the registered office of the corporation shall be 627 Snelling Avenue South, St. Paul, Minnesota 55116-1529. ✓

ARTICLE VI

INCORPORATOR

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

NameAddress

N. Walter Graff

4000 First Bank Place
602 Second Avenue South
Minneapolis, MN 55402

ARTICLE VII

DIRECTORS

(a) The number of Directors constituting the first Board of Directors is three, their names and addresses being as follows:

<u>Name</u>	<u>Address</u>
James Tilsen	627 Snelling Avenue South St. Paul, Minnesota 55116-1529
Robert Tilsen	627 Snelling Avenue South St. Paul, Minnesota 55116-1529
Deanna Wiener	627 Snelling Avenue South St. Paul, Minnesota 55116-1529

(b) Said first Directors shall serve until the first annual meeting of the members or until their successors have been duly elected and qualified.

(c) The number of Directors constituting the Board of Directors after the first Board of Directors, shall be determined at each annual meeting of the members, as specified in the Bylaws, but shall be no fewer than three.

ARTICLE VIII

NO STOCK

The corporation is organized upon a non-stock basis.

ARTICLE IX

MEMBERS

The qualifications of members, the manner of their admission to the corporation, and voting by such members shall be as set forth in the Bylaws.

ARTICLE X

NO PERSONAL LIABILITY

Members, directors and officers of the corporation shall have no personal liability for corporate obligations.

ARTICLE XI

CUMULATIVE VOTING

Cumulative voting for the election and removal of Directors, or for any other purpose, shall be prohibited.

ARTICLE XII

AMENDMENTS

These Articles may only be amended in a manner authorized by Minnesota Statutes, Section 317A.133.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 26th day of February, 1996.

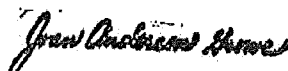


N. WALTER GRAFF

THIS INSTRUMENT DRAFTED BY:

N. Walter Graff
Best & Flanagan
Professional Limited Liability Partnership
4000 First Bank Place
601 Second Avenue South
Minneapolis, MN 55402-4331
(612) 339-7121

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
MAR 1 5 1996


Secretary of State





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1N-683

MINNESOTA SECRETARY OF STATE
AMENDMENT OF ARTICLES OF INCORPORATION

READ INSTRUCTIONS LISTED BELOW, BEFORE COMPLETING THIS FORM.

1. Only complete the "Amendment of Articles of Incorporation" form if you are making changes to items 2-4 of the "Annual Registration" form (reverse side).
2. Type or print in black ink.
3. There is a \$35.00 fee payable to the Secretary of State for filing this "Amendment of Articles of Incorporation".
4. Return Completed Amendment Form and Fee to the address listed on the bottom of the form.

CORPORATE NAME: (List the name of the company prior to any desired name change)

Dug Pond Condominium Association, Inc.

This amendment is effective on the day it is filed with the Secretary of State, unless you indicate another date, no later than 30 days **after** filing with the Secretary of State.

The following amendment(s) of articles regulating the above corporation were adopted: (Insert full text of newly amended article(s) indicating which article(s) is (are) being amended or added.) If the full text of the amendment will not fit in the space provided, attach additional numbered pages. (Total number of pages including this form 1.)

ARTICLE V

The location of the registered office of the corporation shall be changed to 1235 East Balsam Trail, Eagan, Minnesota, 55123-1705.

This amendment has been approved pursuant to *Minnesota Statutes chapter 302A or 317A*. I certify that I am authorized to execute this amendment and I further certify that I understand that by signing this amendment, I am subject to the penalties of perjury as set forth in section 609.48 as if I had signed this amendment under oath.

[Signature]
(Signature of Authorized Person)

If you have any questions please contact the Secretary of State's office at (612)296-2803.

RETURN TO:

Secretary of State/Records Processing Section
180 State Office Bldg., 100 Constitution Ave.
St. Paul, MN 55155-1299

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FOR OFFICE USE ONLY

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

JUN 05 1998

[Signature]
Secretary of State