

S 0352

L 52,616

To All To Whom These Presents Shall Come, Greeting:

Whereas, Articles of Incorporation, duly signed and acknowledged under oath, have been recorded in the office of the Secretary of State, on the 13th day of March, A. D. 1980 for the incorporation of

Briar Hill Homeowners Association, Inc.

under and in accordance with the provisions of the Minnesota Nonprofit Corporation Act, Minnesota Statutes, Chapter 317,

Now, Therefore, by virtue of the powers and duties vested in me by law, as Secretary of State of the State of Minnesota, I do hereby certify that the said

Briar Hill Homeowners Association, Inc.

is a legally organized Corporation under the laws of this State.

Witness my official signature hereunto subscribed and the Great Seal of the State of Minnesota hereunto affixed this thirteenth day of March in the year of our Lord one thousand nine hundred and eighty

Joan Anderson Krause
Secretary of State.

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ARTICLES OF INCORPORATION

OF

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BRIAR HILL HOMEOWNERS ASSOCIATION, INC.

We, the undersigned, for the purpose of forming a corporation under and pursuant to the provisions of Chapter 317, Minnesota Statutes, known as the Minnesota Non-Profit Corporation Act, do hereby associate ourselves together as a corporate body and do adopt the following Articles of Incorporation:

ARTICLE I

BRIAR HILL HOMEOWNERS

The name of this corporation shall be Briar Hill Homeowners Association, Inc.

ARTICLE II

PURPOSES

The purpose of this corporation shall be to promote the health, safety, and welfare of residents of Briar Hill Addition, legally described as Briar Hill Addition, according to the plat thereof on file and of record in the office of the County Recorder within and for Dakota County, Minnesota, in accordance with recorded declarations covenants, easements, and restrictions applicable to said property.

For the purposes aforesaid, the corporation shall have the following powers:

- a. To operate and function exclusively a non-profit corporation, with the rights, powers and privileges granted by Chapter 317 of the Minnesota Statutes
- b. To act as the Association which is referred to in the Declarations of "Briar Hill Homeowners Association" filed or to be filed with the Office of the Dakota County Recorder, Hastings, Minnesota, which Association is obligated to provide for the operation and management of Briar Hill Addition empowered as and required by the Declarations, the By-Laws of this corporation and by law.

ARTICLE III

NO PECUNIARY GAIN

This corporation shall not afford pecuniary gain, incidentally or otherwise, to its members.

ARTICLE IV

DURATION

The duration of this corporation shall be perpetual.

ARTICLE V

REGISTERED OFFICE

The location of the registered office of this corporation shall be 13816 Holyoke Lane, Apple Valley, Minnesota 55124.

ARTICLE VI.

DIRECTORS

The business of the corporation shall be managed by a Board of Directors initially consisting of three persons and thereafter as provided in the By-Laws. The names and addresses of the persons who are to serve as members of the first Board of Directors until the first annual meeting of the corporation, or as otherwise provided in the By-Laws, are as follows:

Carl R. Tollefson

13816 Holyoke Lane,
Apple Valley, Minnesota 55124

Christine M. Tollefson

13816 Holyoke Lane,
Apple Valley, Minnesota 55124

Joanne Wollschlager

13861 Holyoke Lane,
Apple Valley, Minnesota 55124

ARTICLE VII

LIABILITY

The members of this corporation shall not be subject to any personal liability for corporation obligations.

ARTICLE VIII

CAPITAL STOCK

This corporation shall have no capital stock.

ARTICLE IX

MEMBERSHIP

The members of the corporation shall be those persons described in the By-Laws as members of this corporation.

ARTICLE X

VOTING RIGHTS

The corporation shall have two classes of voting membership as follows:

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Class A. Class A members shall be all the owners, with the exception of the developer and shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any lot.

Class B. The Class B member shall be the developer and shall be entitled to three (3) votes for each lot owned. Class B membership shall cease and be converted to Class A membership on the happening of the first of the following events:

- (a) When the total votes outstanding in the Class A membership equals the total votes outstanding in the Class B membership; or
- (b) December 31, 1984.

ARTICLE XI

DISSOLUTION

The corporation may be dissolved with the assent of not less than three-fourths (3/4) of the votes of each class of membership, such assent to be in writing and signed by the members holding such votes. Upon dissolution of the corporation, other than as incident to a merger or consolidation, the assets of the corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this corporation 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.

ARTICLE XII

AMENDMENTS

These Articles of Incorporation may be amended, at a meeting called for said purpose, by a vote of members holding not less than three-fourths (3/4) of the votes in each class of voting membership, present in person or by proxy.

ARTICLE XIII

INCORPORATORS

The names and addresses of the incorporators of this corporation are:

Carl R. Tollefson	13816 Holyoke Lane Apple Valley, Minnesota 55124
Christine M. Tollefson	13816 Holyoke Lane Apple Valley, Minnesota 55124
Joanne Wollschlager	13861 Holyoke Lane Apple Valley, Minnesota 55124

ARTICLE XIV

ADOPTION OF BY-LAWS

The first Board of Directors shall, upon the first meeting thereof, adopt By-Laws for the regulation of the business of the corporation, and such By-Laws shall be of full force and effect unless amended as provided therein.

ARTICLE XV

FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexations of additional properties, mergers and consolidations, dissolution and amendment of these Articles, mortgaging of the Common Areas, and dedication of the Common Areas.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Minnesota, we, the undersigned, constituting the incorporators of this corporation, have executed these Articles of Incorporation this 29th day of February, 1980.

Carl R. Tollefson
Carl R. Tollefson

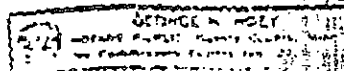
Christine M. Tollefson
Christine M. Tollefson

Joanne Wollschlager
Joanne Wollschlager

STATE OF MINNESOTA)
COUNTY OF DAKOTA) ss.

The foregoing instrument was acknowledged before me this 29th day of February, 1980, by Carl R. Tollefson, Christine M. Tollefson, and Joanne Wollschlager, incorporators and directors, and said persons did acknowledge that they executed the same as their free act and deed.

Serg. H. Lee
Notary Public



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STATE OF MINNESOTA

DEPARTMENT OF STATE

I hereby certify that the within

instrument was filed for record in this

office on the 13 day of March

A. D. 1922 at 4:30 o'clock P. M.,

and was duly recorded in Book L-52

of Incorporations, on page 616

John Anderson Browe

SN

Secretary of State