

**ARTICLES OF INCORPORATION**

**SUMMIT OAKS HOMEOWNERS ASSOCIATION, INC.**

We, the undersigned, being of full age, for the purpose of forming a non-profit corporation under Chapter 317 of the Minnesota Statutes, as amended, hereby associate ourselves as a body corporate and adopt these Articles of Incorporation.

**ARTICLE I**

**Name**

The name of the corporation shall be SUMMIT OAKS HOMEOWNERS ASSOCIATION. There shall be no corporate seal.

**ARTICLE II**

**Registered Office**

The registered office of SUMMIT OAKS HOMEOWNERS ASSOCIATION shall be located at 9 - Ninth Avenue N.E., Minneapolis, Minnesota 554313.

**ARTICLE III**

**Purpose and Powers of the Association**

The purposes of Summit Oaks Homeowners Association are: to provide for improvement and maintenance of the Common Property located within Summit Oaks and to promote the recreation, health, safety and welfare of the residents within Summit Oaks. To accomplish the foregoing purposes, Summit Oaks Homeowners Association, shall have the following powers:

- (a) To exercise all of the powers and privileges and to perform all of the duties and obligations of Summit Oaks Homeowners Association, as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;
- (b) To fix, levy, collect and enforce payment 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 Summit Oaks Homeowners Association, including all licenses, taxes or governmental charges levied or imposed against the property of Summit Oaks Homeowners Association;
- (c) To 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 Summit Oaks Homeowners Association;
- (d) To borrow money, and with the assent of members holding two—thirds (2/3) of the votes in each class of voting membership 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) To dedicate, sell or transfer all or any part of the Common Area of Summit Oaks to any public agency, authority, or utility for such purposes and subject to such conditions as the Summit Oaks Homeowners Association, shall deem appropriate. No such dedication or transfer

shall be effective unless an instrument directing such dedication, sale or transfer has been signed by members holding two—thirds (2/3) of the votes in each class of voting membership;

(f) To participate in mergers and consolidations with other non—profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assents of members holding two—thirds (2/3) of the votes in each class of voting membership;

(g) To 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 IV**

### **No Pecuniary Gain to Members**

Each owner of a Lot which is subject to assessment by the Association shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of such Lot.

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners of one or more Lots, except Declarants. Each Class A member shall be entitled to one vote for each Lot owned by him. When more than one person owns 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 vote be cast with respect to any one Lot.

Class B. The Class B members shall be the Declarants. The Class B members shall be entitled to three votes for each Lot owned by them which is shown on a development plan which has been approved by the City of Burnsville and shown on Plat or Plats subject to the Declaration. Upon completion of the purchase of a Lot from Declarants and construction of a residence thereon, the owner of such Lot shall be entitled to vote as a Class A member and the Class B members shall no longer be entitled to any votes with respect to that Lot.

The Class B membership shall cease when Class A memberships on each Lot have been established for all property now and hereafter subject to the Declaration.

## **ARTICLE V**

### **Board of Directors**

The affairs of Summit Oaks Homeowners Association shall be managed by a Board of Directors. The number of directors shall be prescribed in the Bylaws of Summit Oaks Homeowners Association. The initial Board of Directors shall consist of three (3) directors, each of whom shall continue in office until the first meeting of the members and until his successor is elected and qualified. The names and addresses of the members of the first Board of Directors are as follows:

Daniel C. Reiland  
Johnson — Reiland Construction  
1526 East 122 Street  
Burnsville, MN 55337

Charles C. Pfeffer  
c/o Albertville Industrial Development Co.

9 — Ninth Avenue N.E.  
Minneapolis, MN 55413

Larry Leitschuh  
c/o Albertville Industrial Development Co.  
9 — Ninth Avenue N.E.  
Minneapolis, MN 55413

## **ARTICLE VI**

### **Dissolution**

The Association may be dissolved with the assent given in writing and signed by members holding not less than two—thirds (2/3) of the votes in each class of voting membership. 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 this Association is created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

## **ARTICLE VII**

### **Duration**

The duration of Summit Oaks Homeowners Association shall be perpetual.

## **ARTICLE VII**

### **Incorporators**

The following persons constitute the incorporators who are forming Summit Oaks Homeowners Association:

Daniel C. Reiland  
Johnson — Reiland Construction  
1526 East 122 Street  
Burnsville, MN 55337

Charles C. Pfeffer  
c/o Albertville Industrial Development Co.  
9 — Ninth Avenue N.E.  
Minneapolis, MN 55413

Larry Leitschuh  
c/o Albertville Industrial Development Co.  
9 — Ninth Avenue N.E.  
Minneapolis, MN 55413

## **ARTICLE IX**

### **Capital Stock**

Summit Oaks Homeowners Association shall have no capital stock.

## **ARTICLE X**

### **Personal Liability of Members**

The members of Summit Oaks Homeowners Association shall have no liability for obligations of Summit Oaks Homeowners Association.

## **ARTICLE XI**

### **Amendments**

These Articles of Incorporation may be amended, at a regular or special meeting of the members, by a vote of members holding not less than two—thirds (2/3) of the votes in each class of voting membership, present in person or by proxy. IN WITNESS WHEREOF, we have executed these Articles of Incorporation this 24th day of September, 1987.

**Daniel C. Reiland Charles C. Pfeffer Larry Leitschuh**