

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.

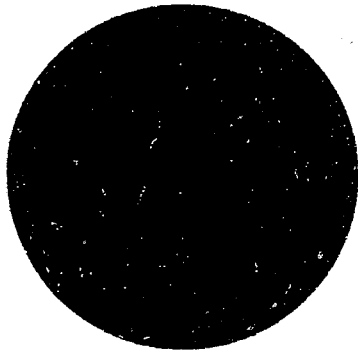
This corporation is now legally organized under the laws of Minnesota.

Corporate Name: Hunters Crest Homeowners Association, Inc.

Corporate Charter Number: 2B-147

Chapter Formed Under: 317A

This certificate has been issued on 01/23/2003.



Mary Kiffmeyer
Secretary of State.

2B-147

010603

**ARTICLES OF INCORPORATION
OF HUNTERS CREST HOMEOWNERS ASSOCIATION, INC.**

I, the undersigned, being of full age, for the purpose of organizing a nonprofit corporation under and pursuant to Chapter 317A of the Minnesota Statutes, as amended, do hereby adopt, sign and acknowledge the following Articles of Incorporation.

ARTICLE I

Name

The name of this corporation is Hunters Crest Homeowners Association, Inc. 2

ARTICLE II

Purposes and Powers

The purposes and objects of Hunters Crest Homeowners Association, Inc. (the "Association") are to provide for and to administer the operation, management, maintenance and care of Hunters Crest, a residential community (the "Property") to be established, initially, upon certain real property lying and being in the City of Minnetrista, Hennepin County, Minnesota, legally described as set forth on attached Exhibit A, and such additional real property as may subsequently be added to and made a part of the Property, and to undertake the performance of the acts and duties incident to the administration of the operation and management of the Association in accordance with the terms, provisions, conditions and authorizations as contained in these Articles of Incorporation and which may be contained in the Declaration of Covenants for Hunters Crest (the "Declaration"), which will be filed in the Office of the County Recorder for Hennepin County, Minnesota; and to acquire, own, operate, lease, sell, trade and otherwise deal with the Property, and any personal property of the Association, as may be necessary or convenient in the administration of the operation, management, maintenance, improvement and care of the Common Areas within the Property (as defined in the Declaration).

In the furtherance of the foregoing purposes, the Association shall have the power and authority to engage in any and all lawful activities that may be reasonably necessary or useful in order to accomplish any of the foregoing purposes and to do and exercise all other powers and authority now or hereafter conferred upon nonprofit corporations under the laws of the State of Minnesota. Such purposes and power shall include, but not be limited to the following:

- A. Maintaining, managing, and administering the affairs and property of the Association;
- B. Levying and collecting assessments from the members of the Association and using the proceeds thereof for the benefit and administration of the Property;

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C. Carrying insurance pertinent to the ownership, use and maintenance of the Property and any personal property of the Association (exclusive of any coverage for real property, contents and personal effects belonging to any of the members); collecting all premiums and charges for the same from the members; and using, reimbursing, or expending the proceeds for the rebuilding, repair, renovation, rehabilitation, and/or replacement of any loss or damage to any of the above Association Property, as provided in the Declaration or in the Bylaws of the Association, (the "Bylaws");

D. Contracting for and employing persons, firms, or corporations to assist in the management, operation, maintenance and administration of the Property;

E. Making and enforcing reasonable rules and regulations concerning the use and enjoyment of the Common Area;

F. In general, entering into any kind of activity, making and performing any contract and exercising all powers necessary, incidental or convenient to the administration, management, maintenance, repair, replacement and operation of the Property and to the accomplishment of any of the purposes thereof;

G. Doing anything required of or permitted to it as administrator of the Property by: (i) Minnesota law, (ii) the Declaration and/or (iii) the Bylaws of the Association;

H. Exercising such other powers which are consistent with the foregoing purposes and which are afforded to the Association by the Minnesota Nonprofit Corporation Act and any further laws amendatory thereof and/or supplementary thereto.

ARTICLE III

No Pecuniary Gain

The Association is organized as a nonprofit corporation governed by Chapter 317A of the Minnesota Statutes. The Association shall in no way, directly or indirectly, incidentally or otherwise, afford pecuniary gain to any of its members, directors, or officers nor shall any part of the net earnings of the Association in any way inure to the private benefit of any such member, director, or officer of the Association or to any private shareholder or individual within the meaning of Section 528(c)(1)(D) of the Internal Revenue Code, except that the Association shall be authorized to make reasonable allowance and payment for actual expenditures incurred or services rendered for or on behalf of the Association.

No substantial part of the activities of the Association shall constitute the carrying on of legislative lobbying or of otherwise attempting to influence legislation, and the Association shall not participate or intervene in any political campaign on behalf of any candidate for public office nor shall the Association engage in any transaction or carry on any other activity not permitted to be carried on by a property management association exempt from federal income tax under Section 528 of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV

Duration

The duration of the corporate existence of the Association shall be perpetual.

ARTICLE V

Registered Office

The location of the registered office of the Association shall be:

Sienna Corporation
4940 Viking Drive
Suite 608
Minneapolis, MN 55435

ARTICLE VI

Incorporators

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

Name

Address

Bruce G. Nimmer

Sienna Corporation
4940 Viking Drive, Suite 608
Minneapolis, MN 55435

ARTICLE VII

First 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>
Bruce G. Nimmer	4940 Viking Drive, Suite 608 Minneapolis, MN 55435
John Hankinson	4940 Viking Drive, Suite 608 Minneapolis, MN 55435
Rodney D. Hardy	4940 Viking Drive, Suite 608 Minneapolis, MN 55435

B. Said first directors shall serve until the first annual meeting of the members or until their successors have been duly elected and qualified.

ARTICLE VIII

Non-stock

The Association is organized upon a non-stock basis.

ARTICLE IX

Members

The membership of the Association shall consist of the owners (hereinafter called the "Owners") of the Lots in the Property as that term is defined in and determined by the Declaration. Membership in the Association shall be appurtenant to, and shall not be separated from, ownership of a Lot. No property right inheres in membership and memberships are not transferable except in connection with the transfer by members of their respective Lots. The votes to be exercised by the members of the Association shall be as allocated by the Bylaws of the Association to the Lots for voting purposes. All Owners of Lots from time to time made subject to the Declaration shall be members of the Association. Where there is more than one Owner of a Lot, the vote allocated to the Lot in accordance with the Declaration shall be cast as the Lot Owners of such Lot, among themselves may determine. Where there is more than one Owner of a Lot, the Owners of such Lot shall notify the secretary of the Association in writing of the name of the Owner who has been designated to cast the vote attributable to the Lot owned, on behalf of all of the Owners of that Lot. Membership in the Association shall automatically pass when the ownership of a Lot is transferred in any manner. In each such event, written notice of the transfer shall be given to the secretary of the Association.

ARTICLE X

No Personal Liability


No Member, Director or Officer of the Association shall have any personal liability for any obligation of the Association.

ARTICLE XI

Amendments

These Articles may be amended as provided by the Minnesota Nonprofit Corporation Act and laws amendatory thereof.

IN WITNESS, the undersigned incorporator has hereunto set his hands this 13 day of January, 2003.



Bruce G. Nimner
Incorporator

#25440032

Exhibit 'A'

Legal Description of the Property

Lots 1 through 15, Block 1;
Lots 1 through 6, Block 2;
Lots 1 through 12, Block 3;
Lots 1 through 6, Block 4;
Lots 1 through 11, Block 5;
Lots 1 through 8, Block 6;
Lots 1 and 2, Block 7;
Lots 1 through 8, Block 8; and
Outlots A through E,

All in Hunters Crest Addition, Hennepin County, Minnesota

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

JAN 23 2003 *L*

Mary Hoffinger
Secretary of State



JB-147 NA RD



MINNESOTA SECRETARY OF STATE
NOTICE OF CHANGE OF
REGISTERED OFFICE/REGISTERED AGENT

Read the instructions before completing this form.

1. Entity Name:

Hunters Crest Homeowners Association, Inc.

2. Registered Office Address: List a complete street address or rural route and rural route box number.
(A post office box by itself is not acceptable)

1801 American Blvd East #21	Bloomington	MN	55425
Street	City	State	Zip Code

3. Registered Agent (Registered agents are required for foreign entities, but optional for Minnesota entities):

None

If you do not wish to designate an agent, you must list "NONE" in this box. **DO NOT LIST THE ENTITY NAME.**

In compliance with Minnesota Statutes, Section 302A.123, 303.10, 308A.025, 308B, 317A.123 or 322B.135, I certify that the above listed company has resolved to change the entity's registered office and/or agent as listed above.

I certify that I am authorized to execute this notice and I further certify that I understand that by signing this notice I am subject to the penalties of perjury as set forth in Minnesota Statutes Section 609.48 as if I had signed this notice under oath.

Lisa K. Kvigne
Signature of Authorized Person

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

Name & Telephone Number of a Contact Person:

DEC 24 2009

Lisa Kvigne (952) 277-2700

Name please print legibly Telephone

Mark Ritchie
Secretary of State *m*

Filing Fee payable to the MN Secretary of State

Profit Minnesota Corporations, Cooperatives and Limited Liability Companies: \$35.00.
Minnesota Nonprofit Corporations: No \$35.00 fee is due, unless you are adding, removing or changing the agent.
Non-Minnesota Corporations: \$50.00.



**MINNESOTA SECRETARY OF STATE
NOTICE OF CHANGE OF REGISTERED OFFICE/
REGISTERED AGENT**

10/04/2010

Entity Name:

Hunters Crest Homeowners Association, Inc.

Registered Office Address:

6438 City West Parkway

Eden Prairie

MN

55344-3245

Street

City

State

Zip Code

Registered Agent

None

In compliance with Minnesota Statutes, Section 302A.123, 303.10, 308A.025, 317A.123, or 322B.135 I certify that the above listed company has resolved to change the entity's registered office and/or agent as listed above.

I certify that I am authorized to execute this notice and I further certify that I understand that by signing this notice I am subject to the penalties of perjury as set forth in Minnesota Statutes Section 609.48 as if I had signed this notice under oath.

Jodie Woodrow

Signature of Authorized Person

Name of Contact Person:

Jodie Woodrow

Contact Phone Number:

9529225575

Contact Email:

jwoodrow@gassen.com

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
10/04/2010
Secretary of State