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6-59758



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 _____ 7th day of _____ April _____, A. D. 19__83 for the incorporation of

_____ Valhalla Twelve Association _____

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 _____

_____ Valhalla Twelve Association _____

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 _____ seventh _____ day of _____ April _____ in the year of our Lord one thousand nine hundred and _____ eighty-three _____

John Anderson Groove
Secretary of State.

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ARTICLES OF INCORPORATION
OF
VALHALLA TWELVE ASSOCIATION.

We, the undersigned, being of full age, for the purpose of organizing a non-profit corporation under the Minnesota Nonprofit Corporation Act, Minnesota Statutes, Chapter 317, and acts amendatory thereto, do hereby adopt, sign and acknowledge the following Articles of Incorporation.

ARTICLE I
Name

The name of the corporation is "Valhalla Twelve Association", hereafter called the "Association".

ARTICLE II
Registered Office

The registered office of the Association shall be located at 625 N.W. 19th Street, in the City of Rochester, County of Olmsted, State of Minnesota.

ARTICLE III
Purpose and Power

This Association is organized and shall be operated for the purpose of acquiring, managing, maintaining and caring for certain condominium property and appurtenant easements, and to provide an entity to act as a "condominium management association" within the meaning of Section 528(c) of the Internal Revenue Code of 1954, and amendments thereto, which condominium property is situated in Olmsted County, Minnesota, and is described as Lot 12 and Lot 13, Block 4, Valhalla Fourth Subdivision, which property will be submitted to the provisions of Chapter 515A of Minnesota Statutes, Uniform Condominium Act.

ARTICLE IV
Membership

Every person or entity who or which is a unit owner (as defined in the Declaration) in any unit at Valhalla Twelve Association shall be a member of the Association. As provided in the Declaration, membership shall be appurtenant to and may not be separated from a unit.

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ARTICLE V
No Pecuniary Gain; Prohibited Activities

The Association does not and shall not afford pecuniary gain, incidentally or otherwise, to 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 of 1954, as amended, 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.

ARTICLE VI
Board of Directors

a. The first board of directors of the Association shall consist of no less than three (3) persons or more than five (5) persons, their names and addresses being as follows:

<u>Name</u>	<u>Address</u>
Dennis Weestrand	526 North Broadway Rochester, MN 55901
Charles E. Lancaster, III	526 North Broadway Rochester, MN 55901
Glenn E. Metz, Jr.	526 North Broadway Rochester, MN 55901

b. Said directors shall serve until the first annual meeting of the members and until their successors have been duly elected and qualified, unless said directors sooner resign or the Declarant's control terminates as provided by 515A, as amended.

c. From time to time, the number of directors of the Association may be increased or diminished by vote of the board of directors in accordance with the By-Laws of the Association, but there shall never be less than three (3) in number.

d. Officers shall be elected as provided for in the By-Laws.

ARTICLE VII
Incorporator

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

<u>Name</u>	<u>Address</u>
Dennis Weestrand	526 North Broadway Rochester, MN 55901

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ARTICLE VIII
No Stock

The Association is organized as a non-capital stock corporation.

ARTICLE IX
Personal Liability of Members

The members of this Association shall have no personal liability for obligations of the Association.

ARTICLE X
Duration

The duration of the corporate existence shall be perpetual.

ARTICLE XI
Amendments

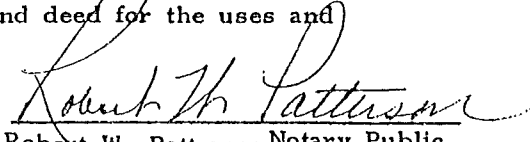
Amendment of these Articles shall require the assent of 75% of the first mortgagees of the units or their assigns, based upon one vote for each mortgage owned, and the assent of 75% of the unit owners, other than the Declarant, based upon the percentage of ownership of the common elements, as set forth in the Declaration.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 5th day of April, 1983.


Dennis Weestrاند

State of Minnesota)
) ss.
County of Olmsted)

On this 5th day of April, 1983, before me, a Notary Public, personally appeared Dennis Weestrاند, to me known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged this to be his own free act and deed for the uses and purposes therein.


Robert W. Patterson, Notary Public
Olmsted County, Minnesota
My Commission expires: 5/3/83

