

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 ---1st--- day of February, A. D. 1971 for the incorporation of

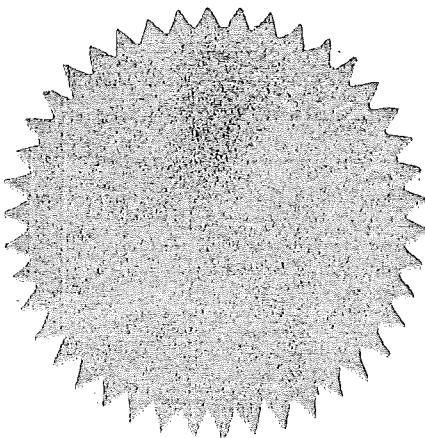
Valhalla Nine Association

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

Now, Therefore, I, ^{Arlen I. Erdahl,}~~Joseph L. Donovan~~ Secretary of State of the State of Minnesota, by virtue of the powers and duties vested in me by law, do hereby certify that the said

Valhalla Nine 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 ---first--- day of February in the year of our Lord one thousand nine hundred and seventy-one

Arlen I. Erdahl

Secretary of State.

ARTICLES OF INCORPORATION

OF
VALHALLA NINE ASSOCIATION

The undersigned, for the purpose of forming a corporation pursuant to the provisions of the Minnesota Nonprofit Corporation Act, Minnesota Statutes, Chapter 317, adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be: Valhalla Nine Association.

ARTICLE II

This corporation is organized and shall be operated for the purpose of community welfare and of governing certain condominium property situated in Olmsted County, Minnesota, located on Lot 9, Block 4, Valhalla Fourth Subdivision, according to the recorded plat thereof, which property has been submitted to the provisions of the Apartment Ownership Act of the State of Minnesota, and for such other lawful purposes as may legally be carried on by a nonprofit corporation created under the provisions of the Minnesota Nonprofit Corporation Act, Minnesota Statutes, Chapter 317.

ARTICLE III

This corporation does not and shall not, incidentally or otherwise, afford pecuniary gain to, its members, directors, or officers; provided, however, that this corporation may pay to its members, directors, or officers and others reasonable compensation for services rendered to and for the corporation and may lease and purchase from, sell to, and otherwise deal with, its members, directors, officers and others in real and personal property situated

within Valhalla Fourth Subdivision, according to the recorded plat thereof, Olmsted County, Minnesota.

ARTICLE IV

The period of duration of this corporation shall be perpetual.

ARTICLE V

The registered office of this corporation in the State of Minnesota shall be located in the City of Rochester, County of Olmsted.

ARTICLE VI

(a) In the event of dissolution of this corporation, all of its then assets shall be distributed as follows:

(i) The dissolution shall be conducted under court supervision if required or permitted under the Statutes of the State of Minnesota, as now enacted or as hereafter amended, and, subject to prior compliance with Subdivision 1, clauses (2), (3), and (4) of Section 317.57 of the Minnesota Statutes, the assets of this corporation shall be distributed to the members of the corporation pro rata in accordance with their respective interests in the general common elements of the condominium property.

(ii) If the dissolution under court supervision is not required or permitted under the Statutes of the State of Minnesota, as now enacted or as hereafter amended, the assets of this corporation shall be distributed subject to

prior compliance with Subdivision 1, clauses (2), (3) and (4) of the Section 317.57 of the Minnesota Statutes, to the members of the corporation pro rata in accordance with their respective interests in the general common elements of the condominium property.

ARTICLE VII

The names and addresses of the incorporators, each of whom is a natural person of full age, are:

<u>Names</u>	<u>Addresses</u>
William R. Hibbs	2400 First National Bank Building Minneapolis, Minnesota 55402
Michael Trucano	2400 First National Bank Building Minneapolis, Minnesota 55402
Thomas S. Erickson	2400 First National Bank Building Minneapolis, Minnesota 55402

ARTICLE VIII

(a) The first Board of Directors of this corporation shall consist of three (3) persons; and the name and address of each of them are:

<u>Names</u>	<u>Addresses</u>
Kenneth Weestrand	12700 Wayzata Boulevard Minnetonka, Minnesota 55343
Craig Burnham	12700 Wayzata Boulevard Minnetonka, Minnesota 55343
Larry Couture	12700 Wayzata Boulevard Minnetonka, Minnesota 55343

The term of office of the first Board of Directors shall be until successor directors shall have been elected and shall qualify.

(b) From time to time, the number of directors of this corporation may be increased or diminished by vote of the members or of the Board of Directors of this corporation in accordance with the Bylaws of this corporation, but shall be no less than three (3) in number.

ARTICLE IX

Members, directors, and officers of this corporation shall not be personally liable to any extent whatsoever for obligations of this corporation.

ARTICLE X

This corporation shall have no capital stock, either authorized or issued.

IN TESTIMONY WHEREOF, the undersigned incorporators have hereunto set their hands this 20th day of January, 1971.

In the Presence of:

<u>Kathleen M. Stein</u>	<u>Donald [unclear]</u>
<u>Janet L. Misenbring</u>	<u>Michael [unclear]</u>
<u>Spencer K. Harris</u>	<u>W. R. Hibbs</u>

STATE OF MINNESOTA)

SS.

COUNTY OF HENNEPIN)

On this 20th day of January, 1971, before me, a notary public within and for said county, personally appeared William R. Hibbs,

Michael Trucano and Thomas S. Erickson, to me known to be the persons named as incorporators and who executed the foregoing Articles of Incorporation, and they acknowledged that they executed the same as their free act and deed for the uses and purposes therein expressed.

Richard Demma

(Notarial Seal)

THEANO BATES
NOTARY PUBLIC
MY COMMISSION EXPIRES
JAN 11, 1978

STATE OF MINNESOTA
DEPARTMENT OF STATE
I hereby certify that the within
instrument was filed for record in this
office on the 1 day of Feb.
A. D. 19 71, at 9 o'clock A. M.,
and was duly recorded in Book _____
of Incorporations, on page _____
Arlen J. Erdahl
Secretary of State