



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 --22nd-- day of February, A. D. 1979 for the incorporation of

Valhalla Eleven 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 Eleven 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 --twenty-second-- day of February in the year of our Lord one thousand nine hundred and seventy-nine

Jean Anderson Greene
Secretary of State.

ARTICLES OF INCORPORATION
OF
VALHALLA ELEVEN 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 Eleven Association

ARTICLE II

This corporation is organized and shall be operated for community welfare purposes and for the purpose of governing certain condominium property situated in Olmsted County, Minnesota described as follows:

Lot Eleven (11), Block Four (4), Valhalla Fourth Subdivision, according to the Plat thereof on file and of record in the office of the Register of Deeds in and for said County.

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:

(1) This 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 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>
Dennis Weestrand	320 Elton Hills Drive Rochester, Minnesota 55901
Donna Weestrand	320 Elton Hills Drive Rochester, Minnesota 55901
Patricia Stock	320 Elton Hills Drive Rochester, Minnesota 55901

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>
Dennis Weestrand	320 Elton Hills Drive Rochester, Minnesota 55901
Donna Weestrand	320 Elton Hills Drive Rochester, Minnesota 55901
Patricia Stock	320 Elton Hills Drive Rochester, Minnesota 55901

The term of office of the first Board of Directors shall be until successor directors 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 of the Board of Directors of this corporation in accordance with the By-Laws of this corporation, but shall be no less than three (3) in number.

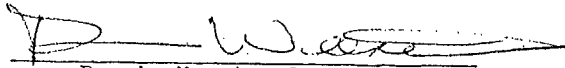
ARTICLE IX

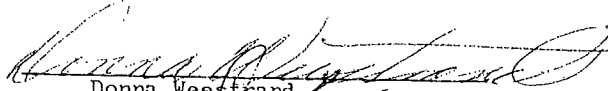
Member, directors and officers of this corporation shall not be personally liable to any extent whatsoever for obligations of this corporation.


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 12th day of February, 1979.

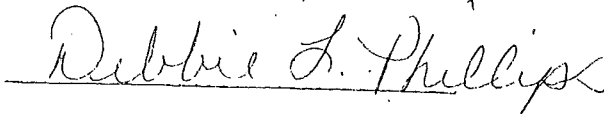

Dennis Westrand


Donna Westrand


Patricia Stock

STATE OF MINNESOTA)
) SS
COUNTY OF OLMSTED)

On this 12th day of February, 1979, before me, a Notary Public within and for said county, personally appeared Dennis Westrand, Donna Westrand and Patricia Stock, 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.



This instrument was drafted by

Metro Development Corp.
320 Elton Hills Drive
Rochester, Minnesota 55901

