

Office of the Minnesota Secretary of State Certificate of Incorporation

I, Steve Simon, Secretary of State of Minnesota, do certify that: The following business entity has duly complied with the relevant provisions of Minnesota Statutes listed below, and is formed or authorized to do business in Minnesota on and after this date with all the powers, rights and privileges, and subject to the limitations, duties and restrictions, set forth in that chapter.

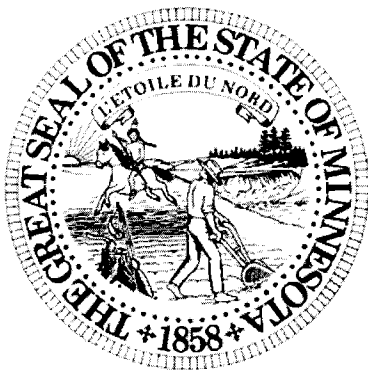
The business entity is now legally registered under the laws of Minnesota.

Name: Lakeview Owners Association

File Number: 833519700028

Minnesota Statutes, Chapter: 317A

This certificate has been issued on: 07/16/2015



Steve Simon

Steve Simon
Secretary of State
State of Minnesota

ARTICLES OF INCORPORATION
OF
LAKEVIEW OWNERS ASSOCIATION

The undersigned, for the purpose of forming a corporation pursuant to the provisions of Minnesota Statutes Chapter 317A, known as the Minnesota Nonprofit Corporation Act (the "Act"), and statutes amendatory thereof, hereby adopts the following Articles of Incorporation of Lakeview Owners Association, a Minnesota nonprofit corporation (unless otherwise defined in these Articles of Incorporation, the terms set forth in these Articles of Incorporation shall have the meaning assigned to them in the Declaration (defined below)):

ARTICLE I

NAME

The name of this corporation shall be "Lakeview Owners Association" (the "Association").

ARTICLE II

PURPOSES AND POWERS

The purposes for which the Association is formed, and its powers, are as follows:

1. To act as the Association which is referred to in the Declaration of Covenants, Conditions, Restrictions, and Easements of Lakeview (the "Declaration"), a single family residential community located in Hennepin County, Minnesota (the "Community").
2. To act as a homeowners association under Section 528 of the Internal Revenue Code, as amended, to provide for the maintenance, preservation, architectural control, operation, and management of the Community, and for the health, safety, and welfare of the Owners, and to preserve the value, and the architectural and physical character, of the Community, all to the extent set forth in the Declaration and in the Association's Bylaws (the "Bylaws").
3. To exercise the powers, obligations, and duties now or hereafter granted or imposed by law, the Declaration, or the Bylaws, and to do all other lawful acts or things reasonably necessary for carrying out the Association's purposes; provided, that no actions shall be authorized or undertaken which violate any state or federal laws applicable to nonprofit corporations or which would cause the Association to violate its nonprofit status under the laws of the state of Minnesota, or the Internal Revenue Code, as amended, and the Regulations related thereto.

ARTICLE III

REGISTERED OFFICE

The address of the registered office of the Association is 18215 45th Avenue North, Suite D, Plymouth, MN 55446.

ARTICLE IV

INCORPORATOR

The name and address of the incorporator of this Association are as follows: Fredrick R. Krietzman, 220 South 6th Street, Suite 2200, Minneapolis, Minnesota 55402.

ARTICLE V

MEMBERSHIP/VOTING

The members of the Association (singularly a "Member," and collectively the "Members") shall be those Persons (as that term is defined in the Declaration) described as Members in the Bylaws. Membership in the Association shall be transferable, but only as an appurtenance to and together with the Member's interest and title in the Unit (as that term is defined in the Declaration) to which the membership is allocated. One membership shall be allocated to each Unit. The Members shall have the voting rights and interests allocated to their respective Units as described in the Declaration. Cumulative voting by Members shall not be permitted.

ARTICLE VI

BYLAWS

The first Board of Directors (the "Board") of the Association shall, at its first meeting or by written action in lieu of a meeting, adopt Bylaws for the regulation of the business of the Association. Thereafter, the Bylaws may be amended or revoked only as provided in the Bylaws and under Minnesota law.

ARTICLE VII

DIRECTORS

The business of the Association shall be managed by its Board, which shall consist of at least three natural Persons, or such greater number as provided in the Bylaws. After the expiration of the terms of office of the members of the Board appointed by the Developer of Lakeview (the "Developer"), the directors shall be elected as provided in the Bylaws. The members of the Board shall be elected and carry out their duties as provided in the Bylaws. An action by the Board (other than an action requiring approval of the Owners) may be taken by written action signed, or consented to by "authenticated electronic communication" (as those terms are defined in Minnesota Statutes Chapter 317A), by the number of directors of the Association that would be required to take the same action at a meeting of the Board at which all directors were present.

ARTICLE VIII

LIMITED LIABILITY

The Members shall not be subject to any personal liability for the corporate obligations of the Association. In addition, no person who serves without compensation as a director, officer, Member, or agent of the Association shall be held civilly liable for an act or omission by that person if the act or omission was in good faith, was within the scope of the person's responsibilities as director, officer, Member, or agent of the Association, and did not constitute willful or reckless misconduct, except as follows:

1. An action or proceeding brought by the attorney general for a breach of a fiduciary duty as a director;
2. A cause of action to the extent it is based on federal law;
3. A cause of action based on the person's express contractual obligation; or
4. An act or proceeding based on a breach of public pension plan fiduciary responsibility.

Nothing in this Article limits an individual's liability for physical injury to another person or for wrongful death which is personally and directly caused by that individual.

ARTICLE IX

NO PECUNIARY GAIN

The Association shall not afford pecuniary gain, incidentally or otherwise, to the Members by reason of their membership in the Association. However, subject to approval by the Board, a Member may be reimbursed for out-of-pocket expenses incurred in carrying out duties on behalf of the Association, or a Member may be reasonably compensated for goods or services furnished to the Association in an independent, arms-length business transaction, as provided in the Bylaws.

ARTICLE X

DURATION

The duration of the Association shall be perpetual, subject to dissolution in accordance with Article XIV.

ARTICLE XI

NO CAPITAL STOCK

The Association shall have no capital stock.

ARTICLE XII

MEETINGS

The Association shall hold meetings of the Members, at such times and in such manner as specified in the Bylaws.

ARTICLE XIII

AMENDMENTS

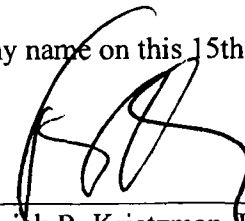
Amendment of these Articles of Incorporation requires the prior approval of (i) Members who hold in excess of fifty percent of the total votes in the Association; (ii) the Board; (iii) the Developer until the latest to occur of the following: (a) the date when the Developer no longer owns a Unit, (b) the date each Builder no longer owns a Unit for initial sale by each Builder, and (c) the effective date of termination of all of the Developer Rights; (iv) the City as to any amendment affecting any rights, authority, or obligations of the City set forth in the Declaration; and (v) any other Person whose approval is required by the Declaration. The approval of the Members required by this Article XIII shall be at a meeting duly held for such purposes, or voting by written ballot in lieu of a meeting; except that the registered office of the Association may be changed by the filing of a Certificate of Change of Registered Office in accordance with law. All other approvals required by this Article XIII shall be in writing.

ARTICLE XIV

DISSOLUTION

The Association may be dissolved only in accordance with law. The Association shall be dissolved as provided in the Act, and the dissolution shall be subject to approval by (i) the Board; and (ii) Members who hold at least eighty percent of the total votes in the Association.

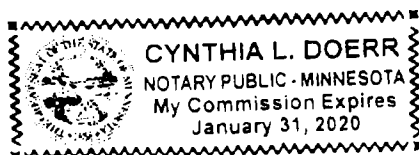
IN WITNESS WHEREOF, I have subscribed my name on this 15th day of July, 2015.

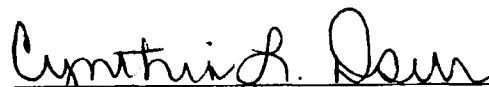


Fredrick R. Krietzman, Incorporator

STATE OF MINNESOTA)
) ss.
COUNTY OF HENNEPIN)

The foregoing instrument was acknowledged before me this 15th day of July, 2015, by Fredrick R. Krietzman, incorporator of Lakeview Owners Association, a Minnesota nonprofit corporation.





Notary Public



Work Item 833519700028
Original File Number 833519700028

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
07/16/2015 11:59 PM

Steve Simon

Steve Simon
Secretary of State