

Dec 24 11 22 AM '99
SECRETARY
OF STATE

ARTICLES OF INCORPORATION

OF

ARTHUR HEIGHTS OWNERS ASSOCIATION, INCORPORATED

The undersigned, acting as incorporator of a corporation organized pursuant to the provisions of the Iowa Non-Profit Corporation Act under Chapter 504A, Code of Iowa, adopts the following Articles of Incorporation for such corporation:

Article I. Name, Authorization and Principal Office. The name of the corporation is Arthur Heights Owners Association, Incorporated. It is organized under Chapter 504A, Code of Iowa. The principal office shall be located at 1510 Hill Avenue, Spirit Lake, Iowa 51360.

Article II. Corporate Duration. The period of its duration shall be perpetual.

Article III. Purposes and Powers.

A) The purposes and objectives of the corporation are to provide an entity for and to act as, the owners of real property to be duly platted as Arthur Heights being a subdivision of part of the SW 1/4 of Section 11 Township 99 North of Range 36 West of 5 P.M., Dickinson County, Iowa, as filed in the records of the office of County Recorder of Dickinson County, state of Iowa (hereinafter sometimes referred to as development) in the enforcements of the provisions of the Declaration of Covenants, Conditions and Restrictions to be filed in the office of the County Recorder of the County of Dickinson, State of Iowa.

B) The corporation shall have all powers and purposes implied to an owners association under the common law and as are granted or implied by the Declaration of Covenants, Conditions and Restrictions aforementioned and pertaining to staff development and all such powers should likewise constitute lawful purposes of the corporation.

C) The purposes of the corporation are exclusively not for private purposes or gain and no part of its activities shall consist of carrying on political propaganda or likewise attempting to influence legislation, and the corporation shall make no distribution of incomes to its members directly or adversely.

D) The corporation shall have all the general powers set forth in Chapter 504A, Code of Iowa, and as it hereafter may be amended.

Article IV. Initial Registered Office and Registered Agent. The address of the initial registered office of the corporation is 1510 Hill Avenue, Spirit Lake, Iowa 51360, and the name of its initial registered agent at such address is August R. Scheppmann.

Article V. Board of Directors. The number of directors constituting the initial Board of Directors of the corporation is five. The names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
August R. Scheppmann	1510 Hill Avenue, Spirit Lake, IA 51360
Ardyce L. Scheppmann	1510 Hill Avenue, Spirit Lake, IA 51360
Randy Scheppmann	1510 Hill Avenue, Spirit Lake, IA 51360
Reed Scheppmann	1510 Hill Avenue, Spirit Lake, IA 51360
Peggy Scheppmann	1510 Hill Avenue, Spirit Lake, IA 51360

The initial Board of Directors shall serve until their term expires as provided in the bylaws, that thereafter a director may be removed from office at a special meeting of the members of the corporation in such manner as may be provided by the bylaws.

Article VI. Bylaws. The initial bylaws of the corporation shall be adopted by its initial Board of Directors, but the power to thereafter alter, amend, or repeal the same or adopt new bylaws is reserved to the members of the corporation.

Article VII. Members and Voting. Persons or entities owning lots in the development shall be the members of the corporation, all of which, and the rights and obligations thereof, shall be covenanted by the provisions in the bylaws. The voting rights of the members shall be fixed, limited, enlarged, or denied to the extent specified in the bylaws, provided their shall be as many votes entitled to be cast with respect to the bearers of the corporation, including amendments, dissolutions, and other determinations authorized by statute as there are residential dwelling units in the development, all as established by the Declaration of Covenants, Conditions and Restrictions.

Article VIII. Distribution of Assets Upon Liquidation. In the event of liquidation, capital assets, if any remain, shall be distributed to the members in accordance with their proportionate number of lots owned.

