

ARTICLES OF INCORPORATION
OF
MAYO WOODLANDS THIRD ASSOCIATION, INC.

In compliance with the requirements of Minnesota Statutes, Chapter 317A, the undersigned, being of full age and desiring to form a non-profit corporation, does hereby adopt the following Articles of Incorporation:

ARTICLE 1.

The name of the corporation is Mayo Woodlands Third Association, Inc., hereinafter called the "Corporation".

ARTICLE 11.

The registered office of the corporation is located at 3929 South Shore LN SW Rochester, MN 55902.

ARTICLE 111.

Edward D. Clark, whose address is 3929 South Shore LN SW Rochester, MN 55902, is hereby appointed the initial registered agent of this corporation.

ARTICLE IV.
PURPOSE AND POWERS OF THE ASSOCIATION

This corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for architectural control of the lots and maintenance, preservation and common area within that certain tract of property described as:

Lots 1 through 7, Block 1, Lots 1 through 21, Block 2, and Outlots A, B, and C, Mayo Woodlands Third, Olmsted County, Minnesota.

and to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this corporation for this purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the corporation as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the office of the County Recorder in and for Olmsted County, State of Minnesota, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incidental to the conduct of the business of the corporation, including all licenses, taxes or government charged levied or imposed against the property of the corporation.

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the corporation;

(d) borrow money, and with the assent of three-fourths (3/4) of the members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any of the Common Property to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by three-fourths (3/4) of the member', agreeing to such dedication, sale or transfer; and

(f) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-profit Corporation Law of the State of Minnesota by law may now or hereafter have or exercise.

ARTICLE V. MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants or record to assessment by the corporation, including contract sellers, shall be a member of the corporation. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the corporation.

ARTICLE VI. CAPITAL STOCK

The corporation shall have no capital stock nor shall the members hereof have any personal liability for the debts of the corporation.

ARTICLE VII.

The name and post office address of the incorporator, who is a natural person of full age, is as follows:

<u>Name</u>	<u>Post Office Address</u>
Edward D. Clark	3929 South Shore LN SW, Rochester, MN 55902

ARTICLE VIII.

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) directors, who must be members of the corporation or officers or employees of a member that is a legal entity rather than a natural person. The numbers of directors may be changed by amendment of the By-Laws of the corporation. The names and addresses of the persons who are to act in the capacity of the directors until the selection of their successors are:

<u>Name</u>	<u>Post Office Address</u>
Edward D. Clark	3929 South Shore LN SW Rochester, MN 55902
Mary Clark	3929 South Shore LN SW Rochester, MN 55902
Lindsay Johnson	36 Wood Lake Dr SE Rochester MN 55904

ARTICLE IX. DISSOLUTION

The corporation may be dissolved with the assent given in writing and signed by not less than sixty-seven percent (67%) of each class of members. Upon dissolution of the corporation, other than incidental to a merger or consolidation, the assets of the corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which

this corporation was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed, and assigned to any non-profit corporation, association, trust or organization to be devoted to such similar purposes.

ARTICLE X.
DURATION

The corporation shall exist perpetually.

ARTICLE XI
AMENDMENTS

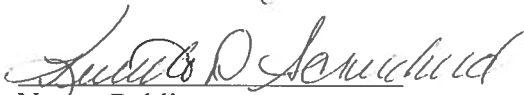
Amendment of these Articles shall require the assent of sixty-seven (67%) of the entire membership except the location of the registered office may be changed by the assent of fifty-one (51%) of the members present at a duly held meeting of the members.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Minnesota, I, the undersigned incorporator of this corporation, have executed these Articles of Incorporation, this 5th day of November, 2021


Edward D. Clark

STATE OF MINNESOTA
SS
COUNTY OF OLMSTED

The foregoing was acknowledged before me this 5 day of November, 2021, by Edward D. Clark, incorporator.


Notary Public

