

State of Minnesota

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date in the Office of the Secretary of State, for the incorporation of the following corporation, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

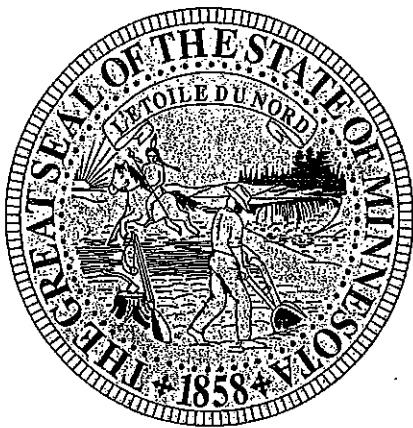
This corporation is now legally organized under the laws of Minnesota.

Corporate Name: Forest Knoll Association

Corporate Charter Number: 1911984-2

Chapter Formed Under: 317A

This certificate has been issued on 06/27/2006.



Mary Kiffmeyer
Secretary of State.

ND OR



**ARTICLES OF INCORPORATION
OF
FOREST KNOLL ASSOCIATION**

ARTICLE I

The name of the corporation is Forest Knoll Association (hereinafter called "the Association").

ARTICLE II

The Association's registered office is located at 12701 Whitewater Drive, Suite 300, Minnetonka, Minnesota 55343.

ARTICLE III

The name and address of the incorporator of the Association is:

Thomas L. Bray
Briggs and Morgan, P.A.
2200 First National Bank Building
Saint Paul, Minnesota 55101
Phone: (651) 808-6564

ARTICLE IV

The Association is organized under Minnesota Statutes, Chapter 317A.

ARTICLE V

The Association is organized for the purpose of operating, managing, maintaining and caring for Forest Knoll, a common interest community to be created in Olmsted County, Minnesota, as provided for in Minnesota Statutes, Section 515B.3-101. The Association's purposes include, but are not limited to, the exercise of all rights and powers and the performance of all duties that the Declaration establishing Forest Knoll, Olmsted County Common Interest Community Number 313 (the "Declaration"), the Association's Bylaws and Minnesota Statutes, Chapter 515B grant to or impose on the Association.

ARTICLE VI

The Association's first Board of Directors shall consist of three individuals. The names and addresses of the directors are:

Scott J. Richter
12701 Whitewater Drive
Suite 300
Minnetonka, Minnesota 55343

Cathy Peterson
12701 Whitewater Drive
Suite 300
Minnetonka, Minnesota 55343

Connie McGuire
12701 Whitewater Drive
Suite 300
Minnetonka, Minnesota 55343

ARTICLE VII

The power to adopt the Association's initial Bylaws is vested in the Board. The power to amend or repeal Bylaws is hereby reserved to the members of the Association. The procedures for amending or repealing the Bylaws are set forth in the initial Bylaws.

ARTICLE VIII

In general, the affairs of the Association must be conducted in conformity with public policy applicable to non-profit corporations. No part of the net earnings of the Association may inure to the benefit of any member, director or officer of the Association, except:

1. Earnings of the Association may be used to finance the Association's exercise of its powers and performance of its duties as set forth in the Declaration, the Bylaws and Minn. Stat. Ch. 515B;

2. The Association may retain excess membership dues, fees or assessments remaining at the end of a fiscal year to fund the budget for the next fiscal year or to fund reserves or may rebate the excess to members of the Association based on each member's Fractional Allocation, as defined in the Declaration; and

3. The Association may, but has no obligation to, pay reasonable compensation to members, directors or officers for services rendered to or for the benefit of the Association in furtherance of the Association's corporate purpose.

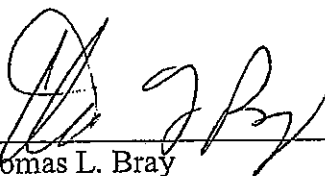
IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand this 22nd day of June, 2006.

STATE OF MINNESOTA
DEPARTMENT OF COMMERCE
FILED

JUN 27 2006

11-18-2006

By


Thomas L. Bray