

Provenance: In the fall of 2011 I requested all documents filed with the Minnesota Secretary of State and this is what they sent. Apparently the SoS keeps only a copy of the Articles of Incorporation on file. A Microsoft Word version of this document is available in the association file cabinet, which is in the possession of the president of the association. -- J.W. Lampi

# 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.

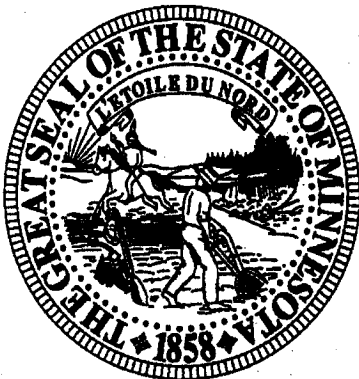
This corporation is now legally organized under the laws of Minnesota.

Corporate Name: SPRING LAKE PARK OFFICE CONDOMINIUMS ASSOCIATION

Corporate Charter Number: 1600489-2

Chapter Formed Under: 317A

This certificate has been issued on 11/28/2005.



*Mary Kiffmeyer*  
Secretary of State.



NP-OR

**ARTICLES OF INCORPORATION  
OF  
SPRING LAKE PARK OFFICE CONDOMINIUMS ASSOCIATION**

We, the undersigned, being of full age, for the purpose of organizing a nonprofit corporation under the Minnesota Nonprofit Corporation Act, being Minnesota Statutes Chapter 317A, do hereby adopt, sign and acknowledge the following Articles of Incorporation.

**ARTICLE 1**

The name of this corporation is **SPRING LAKE PARK OFFICE CONDOMINIUMS ASSOCIATION**.

**ARTICLE 2**

This corporation is formed for the purpose of constituting and acting as the association of unit owners within the meaning of the Minnesota Common Interest Ownership Act (the "Act"), Minnesota Statutes Chapter 515B, for **SPRING LAKE PARK OFFICE CONDOMINIUMS**, a common interest community to be duly constituted under said common interest ownership act upon certain land located in the City of Spring Park, Anoka County, Minnesota. Such purposes shall include, but not be limited to, the following:

A. To maintain, manage and administer the affairs, the real estate and other property of **SPRING LAKE PARK OFFICE CONDOMINIUMS ASSOCIATION**.

B. To levy and collect assessments from the members and to use the proceeds thereof for the purposes of the planned unit community.

C. To carry insurance pertinent to the ownership, use and maintenance of the common interest community, as well as on any personalty of the corporation, exclusive of any coverage for contents and personal effects belonging to any of the members; to collect all premiums and charges for same from the members; and to use, reimburse or expand the proceeds for the rebuilding, repair, renovation, rehabilitation and/or replacement of any loss or damage to any of the above property as provided in the Bylaws;

D. To contract for and employ persons, firms or corporations to assist in the management, operation, maintenance and administration of said common interest community.

E. To make and enforce reasonable regulations concerning the use and enjoyment of said common interest community.

F. To own, maintain and improve and to buy, sell, convey, assign, mortgage or lease real and personal property and to borrow money or issue evidences of indebtedness in furtherance of any or all of the within objects, and to secure the same by mortgages, pledge or other lien, subject to the limitations set forth in the Declaration for the common interest community.

G. In general, to enter into any kind of activity, to make and perform any contract and to exercise all powers necessary, incidental or convenient to the administration, management, maintenance, repair, replacement and operation of said common interest community and to the accomplishment of any of the purposes thereof.

H. To do anything required of or permitted to it as administrator of said common interest community or as the association of unit owners by the Minnesota Common Interest Ownership Act and further laws amendatory thereof and supplemental thereto, and by the Declaration for SPRING LAKE PARK OFFICE CONDOMINIUMS, Common Interest Community, as filed and amended from time to time.

I. To exercise such other powers which are consistent with the foregoing purposes and which are afforded to the corporation by the Minnesota Nonprofit Corporation Act and any further laws amendatory thereof and supplementary thereto;

J. To act as a "Condominium management association" within the meaning of the Internal Revenue Code of 1954, as amended.

### **ARTICLE 3 NO PECUNIARY GAIN**

The corporation is organized as a nonprofit corporation. The corporation shall in no way, directly or indirectly incidentally or otherwise, afford pecuniary gain to any of its members, directors or officers, nor shall any part of the net earnings of the corporation in any way inure to the private benefit of any such member, director or officer of the corporation, or to any private shareholder or individual within the meaning of Section 528(c)(1)(D) of the Internal Revenue Code, except that the corporation shall be authorized to make reasonable allowance and payment for actual expenditures incurred or services rendered for or on behalf of the corporation.

No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or of attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, nor shall the corporation engage in any transaction or carry on other activity not permitted to be carried on by a common interest community management association exempt from federal income tax under Section 528 of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

### **ARTICLE 4 DURATION**

The duration of the corporate existence shall be perpetual.

**ARTICLE 5  
REGISTERED OFFICE**

The location of the registered office of the corporation shall be 50 Groveland Terrace, Suite B, Minneapolis, Minnesota 55403.

**ARTICLE 6  
INCORPORATORS**

The name and address of the incorporator of the corporation is as follows:

RALPH H. TULLY  
4043 Brookside Avenue South  
St. Louis Park, Minnesota 55416-2808

**ARTICLE 7  
FIRST DIRECTORS**

A. The number of directors constituting the first Board of Directors is two, their names and addresses being as follows:

DAVID D. GONYEA  
50 GROVELAND TER STE B  
MINNEAPOLIS MN 55403

THOMAS L. GONYEA  
50 GROVELAND TER STE B  
MINNEAPOLIS MN 55403

TIM CARLSON  
50 GROVELAND TER STE B  
MINNEAPOLIS MN 55403

TONY SONNEN  
50 GROVELAND TER STE B  
MINNEAPOLIS MN 55403

B. Said first directors shall serve until the first annual meeting of the members or until their successors have been duly elected and qualified.

**ARTICLE 8**

Members, directors and officers of the Association shall not be personally liable to any extent whatsoever for obligations of the Association.

**ARTICLE 9  
NON-STOCK**

The corporation is organized upon a non-stock basis. There shall be no cumulative voting by the members.

**ARTICLE 10  
MEMBERS**

The qualification of members, the manner of their admission to the corporation and voting by such members shall be as set forth in the Bylaws.

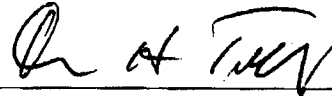
**ARTICLE 11  
AMENDMENTS**

These Articles may be amended upon the majority vote of the Board of Directors.

2005.

IN WITNESS WHEREOF, I have subscribed my name on this

21<sup>st</sup> day of November



RALPH H. TULLY

STATE OF MINNESOTA  
DEPARTMENT OF STATE  
FILED

NOV 28 2005

  
Secretary of State

1600489-2

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# MINNESOTA SECRETARY OF STATE NOTICE OF CHANGE OF REGISTERED OFFICE/REGISTERED AGENT

Please read the instructions on the back before completing this form.

1. Entity Name: Spring Lake Park Office Condominiums Association

2. Registered Office Address (No. & Street): List a complete street address or rural route and rural route box number.  
A post office box is not acceptable.  
5705 Dunlap Ave Shoreview MN 55126  
Street City State Zip Code

3. Registered Agent (Registered agents are required for foreign entities but optional for Minnesota entities):  
None  
If you do not wish to designate an agent, you must list "NONE" in this box. DO NOT LIST THE ENTITY NAME.

In compliance with Minnesota Statutes, Section 302A.123, 303.10, 308A.025, 317A.123 or 322B.135 I certify that the above listed company has resolved to change the entity's registered office and/or agent as listed above.

I certify that I am authorized to execute this notice and I further certify that I understand that by signing this notice I am subject to the penalties of perjury as set forth in Minnesota Statutes Section 609.48 as if I had signed this notice under oath.

Sarah Munster  
Signature of Authorized Person

Name and Telephone Number of a Contact Person: Sarah Munster (517) 789732  
please print legibly

Filing Fee: For Profit Minnesota Corporations, Cooperatives and Limited Liability Companies: \$35.00.

Minnesota Nonprofit Corporations: No \$35.00 fee is due unless you are adding or removing an agent.

Non-Minnesota Corporations: \$50.00.  
Make checks payable to Secretary of State (YOUR CANCELLED CHECK IS YOUR RECEIPT).

MAIL TO: Secretary of State  
Corporate Division  
180 State Office Building  
100 Rev. Dr. Martin Luther King Jr. Blvd  
St. Paul, MN 55155-1299

(No walk-in service available at this location for corporate, UCC or notary)

Walk-in service is available at our public counter located in the Minnesota State Retirement System Bldg, 60 Empire Drive, Suite #100, St. Paul, MN 55103.

STATE OF MINNESOTA  
DEPARTMENT OF STATE  
FILED  
FEB 12 2009  
Mark Ritchie  
Secretary of State

bus5 Change Of Registered Office/Registered Agent Rev. 8-05

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**STATE OF MINNESOTA**

DEPARTMENT OF STATE

I hereby certify that this is a true and complete copy of the document as filed for record in this office.

DATED 10-4-11

Mark Kitchie

Secretary of State



By

Deb Thompson