

ARTICLES OF INCORPORATION**OF****WENTWORTH HOMEOWNERS ASSOCIATION, INC.**

The undersigned, for the purpose of forming a nonprofit corporation under the provisions of Chapter 317, Minnesota Statutes, the Minnesota Non-Profit Corporation Act, and laws amendatory thereof, do hereby associate ourselves as a body corporate and adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be **WENTWORTH HOMEOWNERS ASSOCIATION, INC.** (herein called the "Association").

ARTICLE II

The purposes and objects of the Association are to provide for and to administer the operation, management, maintenance and care of WENTWORTH, a condominium project to be established in accordance with the Minnesota Uniform Condominium Act, upon the following described real property lying and being in Hennepin County, Minnesota, described as follows, to-wit:

Lots 2 through 14 inclusive and Lot 15, except the North 12 feet thereof, Block 6, Cable Line Addition to Minneapolis, together with the vacated alley adjoining said lot and lying between the extensions across it of the Southerly line of said Block 6 and the South line of the North 12 feet of said Lot 15, according to the plat thereof on file and of record in the office of the County Recorder, in and for Hennepin County, Minnesota.

and to undertake the performance of the acts and duties incident to the administration of the operation and management of the Association in accordance with its terms, provisions, conditions and authorizations, as contained in these Articles of Incorporation and which may be contained in the Declaration establishing WENTWORTH ("Declaration"), which will be filed in the Office of the County Recorder in and for Hennepin County, Minnesota, at the time said real property, and the improvements now or hereafter situate thereon, are submitted to a plan of condominium ownership; and to acquire, own, operate, lease, sell, trade and otherwise deal with such property, whether real or personal, as may be necessary or convenient in the administration of the operation, management, maintenance, improvement and care of the Common Elements within WENTWORTH condominium.

In the furtherance of the foregoing purposes, the Association shall have the power and authority to engage in any and all lawful activities that may be reasonably necessary in order to accomplish any of the foregoing purposes, and to do and exercise all other powers and authority now or hereafter conferred upon nonprofit corporations under the laws of the State of Minnesota.

ARTICLE III

The Association is organized as a nonprofit corporation. The Association 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 Association in any way inure to the private benefit of any such member, director, or officer of the Association, or to any private shareholder or individual within the meaning of Section 528(c)(1)(D) of the Internal Revenue Code, except that the Association shall be authorized to make reasonable allowance and payment for actual expenditures incurred or services rendered for or on behalf of the Association.

No substantial part of the activities of the Association shall constitute the carrying on of propaganda or of attempting to influence legislation, and the Association shall not participate or intervene in any political campaign on behalf of any candidate for public office, nor shall the Association engage in any transaction or carry on any other activity not permitted to be carried on by a condominium 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 IV

The duration of this corporation shall be perpetual.

ARTICLE V

The registered office of this corporation shall be in the City of Minneapolis, County of Hennepin, State of Minnesota.

ARTICLE VI

The names and addresses of the persons forming this corporation are:

Richard F. Zejdlik	3952 Edgewood Avenue North Minneapolis, Minnesota 55427
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Marian J. Zejdlik	3952 Edgewood Avenue North Minneapolis, Minnesota 55427
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Randolph M. Zejdlik	6710 Orchard Lane Brooklyn Center, Minnesota 55429
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ARTICLE VII

The membership of the Association shall consist of the owners ("Unit Owners") of the condominium apartments ("Units") within WENTWORTH, Hennepin County, Minnesota, as defined in and determined by the Declaration. Membership in the Association shall be appurtenant to, and shall not be separated from Unit ownership in WENTWORTH. No property right inheres in membership and memberships are not transferable except in connection with the transfer by members of their respective Units. The votes to be exercised by the members of the Association shall be as allocated by the Declaration and the By-Laws of the Association to the Units for voting purposes. All Unit Owners of Units within WENTWORTH shall be members of the Association. Where there is

more than one Owner of a Unit, the vote allocated to that Unit in accordance with the Declaration shall be cast as the Owners of such Unit among themselves may determine. Where there is more than one Owner of a Unit, the Owners of such Unit shall notify the Secretary of the Association in writing of the name of the Unit Owner who has been designated to cast the vote attributable to the Unit owned, on behalf of all of the Owners of that Unit. Membership in the Association shall automatically pass when the ownership of a Unit is transferred in any manner. In each such event, written notice of the transfer shall be given to the Secretary of the Association.

ARTICLE VIII

The management of the Association shall be vested in a Board of Directors consisting of not less than three directors in number. The first Board of Directors of the Association shall consist of three persons, whose names and addresses are:

Richard F. Zejdlik	3952 Edgewood Avenue North Minneapolis, Minnesota 55427
Marian J. Zejdlik	3952 Edgewood Avenue North Minneapolis, Minnesota 55427
Randolph M. Zejdlik	6710 Orchard Lane Brooklyn Center, Minnesota 55429

The term of the first Board of Directors shall run until the date specified in the By-Laws of the Association attached to the recorded Declaration. The term of office, method of removal from office, and method of the filling of vacancies in the Board of Directors shall be as provided in the By-Laws of the Association.

ARTICLE IX

No member, director or officer of the Association shall have any personal liability for any obligation of the Association.

ARTICLE X

The Association shall have no capital stock.

ARTICLE XI

Upon dissolution of the Association, after payment of all the debts and obligations of the Association, all remaining corporate assets shall be distributed in accordance with the provisions of the Minnesota Uniform Condominium Act.

IN TESTIMONY WHEREOF, we have hereunto set our hands this 30th day of November, 1981.

(signature)
Richard F. Zejdlik

(signature)
Marian J. Zejdlik

(signature)
Randolph M. Zejdlik

STATE OF MINNESOTA)
)ss
COUNTY OF HENNEPIN)

On this 30th day of November, 1981, before me, a Notary Public within and for said County personally appeared Richard F. Zejdlik, Marian J. Zejdlik, and Randolph M. Zejdlik, to me known to be the incorporators described in the foregoing instrument and who executed the foregoing instrument and acknowledged that they executed the same as their free act and deed.

(signature)
Notary Public, Hennepin County, Minn.
My Commission Expires:
(Notary Seal of William O. Strand, Jr.)

(Certification of MN Secretary of State Joan Anderson Growe).