

ARTICLES OF INCORPORATION
OF
GARDENVIEW SECOND OWNERS ASSOCIATION, INC.

To the Secretary of State of the State of Iowa:

The undersigned, acting as sole incorporator of a corporation under the Revised Iowa Nonprofit Corporation Act under Chapter 504 of the Iowa Code, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of this corporation is GARDENVIEW SECOND OWNERS ASSOCIATION, INC. and it is incorporated under Chapter 504A of the Iowa Code.

ARTICLE II

Purpose and Powers

(a) The purpose of the corporation is to provide an entity for maintenance, repair and landscaping of a storm water detention area.

(b) The purposes of the corporation are not for private profit or gain and no part of the corporation's activities shall consist of carrying on political propaganda or otherwise attempting to influence legislation, and the corporation is expressly prohibited from making any distributions of income to its members, directors, or officers, although members, directors, or officers may be reimbursed for expenses incurred while conducting the affairs of the corporation. No dividends shall be paid to members at any time.

ARTICLE III

Registered Office and Agent

The address of the initial registered office of the corporation is 640 Marion Blvd. Marion, Iowa 52302 and the name of its initial registered agent at such address is Troy C. Hames, Jr.

ARTICLE IV

Board of Directors

The number of directors constituting the initial board of directors of the

corporation is one, and the name and address of the person who is to serve as the initial director is:

Troy C. Hames, Jr.
640 Marion Blvd.
Marion, IA 52302

The initial director shall not be subject to removal until his term expires as provided in the Bylaws. 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.

After the initial board of directors, the board shall consist of such number of directors as shall be fixed and determined by the members from time to time at each annual meeting thereof at which directors are to be elected.

ARTICLE V

Incorporator

The name and address of the incorporator is:

Troy C. Hames, Jr.
640 Marion Blvd.
Marion, IA 52302

ARTICLE VI

Bylaws

The initial Bylaws of the corporation shall be adopted by its initial director; thereafter the power to alter, amend, or repeal the Bylaws or adopt new Bylaws is reserved to the members of the corporation.

ARTICLE VII

Members and Voting

Persons who from time to time own residential lots in Gardenview Second Addition to Cedar Rapids, Iowa shall be members of the corporation for so long as such persons own those residential lots, all of which rights and obligations thereof shall be governed by the provisions of the Bylaws to be adopted as provided in Article VI. The voting rights of the members shall be fixed, limited, enlarged, or denied to the extent specified in the Bylaws.

ARTICLE VIII

Distribution of Assets Upon Liquidation

In the event of liquidation, assets remaining for distribution, if any, shall be distributed to the members in accordance to their proportionate share of the residential lots in Gardenview Second Addition to Cedar Rapids, Iowa which distribution shall not be deemed to be a dividend or distribution of income.

ARTICLE IX

Amendment

Articles VI, VII, and VIII shall be amended only by unanimous vote of all of the members of the corporation. Any other amendment to these Articles may be made as provided in Chapter 504A of the Code of Iowa and amendments thereto.

Executed and dated at Cedar Rapids, Iowa, this _____ day of July, 2005.

Troy C. Hames, Jr., Incorporator

STATE OF IOWA)
) ss:
COUNTY OF LINN)

On this _____ day of July, 2005, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared Troy C. Hames, Jr., to me known to be the person named in and who executed the foregoing Articles of Incorporation and acknowledged that he executed the same as his voluntary act and deed.

NOTARY PUBLIC - STATE OF IOWA

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