Timber Trails Home Owners Association
PO Box 2031
Iowa City, Iowa 52244

ARTICLES OF INCORPORATION

OF

TIMBER TRAILS HOME OWNERS ASSOCIATION, INC.[1]

We, the undersigned, being persons of full age and citizens of the State of Iowa, in order to form a corporation not for pecuniary profit and for the purposes herein expressed, do hereby associate ourselves into a body corporate under and in accordance with the provisions of Chapter 504A of the 1966 Code of Iowa, Iowa Nonprofit Corporation Act enacted by the Sixty-first General Assembly as Chapter 388, and all acts amendatory thereof and supplemental thereto, and we hereby assume all the powers and privileges granted to corporate bodies under said Chapter and assume all the duties and obligations imposed by said Chapter and for said purpose do hereby adopt the following:

ARTICLES OF INCORPORATION

ARTICLE I

NAME

Section 1.01 The name of the corporation is "TIMBER TRAILS HOME OWNERS ASSOCIATION, INC."

ARTICLE II

PLACE OF BUSINESS

Section 2.01 The principal place of business of the corporation and mailing address shall be Timber Trails Homeowners Association, PO Box 2031, 330 E. Court St., Iowa City, IA 52244, and the name of its registered agent at such is Jay Honohan.

ARTICLE III

OBJECTS AND PURPOSES

Section 3.01 The business, objects and purposes of this corporation shall be as follows:

A) To establish and maintain a system of roads and trails within, over, and through Timber Trails Estates, Part One, a subdivision of Johnson County, Iowa, legally described as follows:

Commencing at the Northeast corner of the SE 1/4 NW 1/4 of Section 26, T80N, R6W of the 5th Principal Meridian, being the point of beginning; thence S 0° 01' 59" W, 169.52 feet along the Section line to the centerline of the County Road; thence S 42° 56' 00" E, 280.22 feet along the centerline of the County Road; thence S 32° 10' 00" E, 291.47 feet along said centerline; thence Southerly 315.60 feet along a 383.10 foot radius curve concave Westerly along said centerline; thence S 15° 02' 00" W, 421.47 feet along said centerline to the South Line of the SE1/4 NW1/4 of said Section 26; thence S 89° 07' 47" E, 274.70 feet along the South Line of the SE1/4 NW1/4 of said Section 26 to the Centerline of Prairie du Chien Road; thence N 82° 31' 35" E, 310.60 feet along the centerline of Prairie du Chien Road; thence Easterly 263.91 feet along a 1371.17 foot radius curve concave Southerly along the centerline of said road; thence S 86° 26' 45" E, 2.24 feet along the centerline of said road; thence N 0° 20' 02" W, 468.70 feet; thence S 86° 26' 45" E, 200.00 feet; thence N 0° 20' 02" W, 814.83 feet along the East line of the SE1/4 NW1/4 of said Section 26 to the Northeast corner of the SE1/4 NW1/4 of said Section 26; thence N 89° 02' 52" W, 1328.97 feet along the Section Line to the point of beginning, said tract containing 29.90 acres more or less.

On each lot as platted in Timber Trails Estates, Part One, there is hereby reserved for utilities, walkways, and bridle paths 20 feet along all sides of each lot, as shown on the recorded plat thereof, except along sides that border County Road, Prairie du Chien Road, or any road within the subdivision itself;

and also later parts as may be added thereto, to establish and maintain a community water system therein, to promote the beautification, improvement and development of said subdivision through cooperative planning, to promote and encourage outdoor sports, to provide ways and means for accomplishing and carrying into effect the foregoing objects and purposes, and, in general, to do any and all things which may be incidental to, implied from or appropriate to the promotion and encouragement of the foregoing objects and purposes.

B) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions, and Restrictions for Timber Trails Estates, hereinafter called the "Declaration," applicable to the properties, said Declaration having been made by Harvey W. Henry and Lucas S. Van Orden III, recorded or to be recorded in the office of the County Recorder of Johnson County, Iowa, 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.

C) 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 incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association.

D) To construct, operate, maintain, and improve and to sell, convey, assign, mortgage or lease any real estate and any personal property necessary or appropriate to the operation of such an association.

E) To take by gift, purchase, devise or bequest real and personal property for the use and purposes appropriate to its creation and to deal with, manage and control the same.

F) To make contracts and borrow money in furtherance of the general purposes of the corporation to the same extent as natural persons may do so and to secure the same by mortgage, deed of trust, pledge or other lien.

G) To charge membership fees and dues; to enact by-laws for the government of its internal affairs; and, if desired, to issue evidence of membership in the corporation in the form of membership certificates.

H) 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 Iowa by law may now or hereafter have or exercise.

ARTICLE IV

MEMBERSHIP

Section 4.01 Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. No owner shall have more than one membership. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association. Ownership of such Lot shall be the sole qualification for membership.

ARTICLE V

VOTING RIGHTS

Section 5.01 The Association shall have one class of voting membership. Membership shall be all those owners as defined in Article IV. Members shall be entitled to one vote for each Lot in which they hold the interest required for membership by Article IV. When more than one person holds such interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.

ARTICLE VI

BOARD OF DIRECTORS

Section 6.01 From the time of the first annual meeting the affairs, funds and business of this corporation shall be conducted by a Board of three, five, seven, or nine Directors, elected by and from the membership at its annual meeting, who shall act as such until their successors are duly elected and qualified.

Section 6.02 The Board of Directors shall elect a President, Vice-President, Secretary and Treasurer and such other officers as the By-Laws may require. All officers shall be members of the corporation. The Board of Directors may, from time to time, appoint or employ such other agents or assistants as may be deemed necessary to further the purpose of the corporation.

Section 6.03 The Board of Directors shall have the power to fill vacancies occurring in its membership between the annual meetings of the membership and to fill vacancies occurring in the various offices of the corporation.

Section 6.04 The Board of Directors shall adopt such By-Laws as they may deem necessary for the proper management and control of the business and internal affairs of the corporation and shall have the power to amend, alter or repeal said By-Laws at any regular or special meeting of the Board.

Section 6.05 In furtherance and not in limitation of the general powers of the Board of Directors, they are expressly authorized:

A) To fix the annual dues and assessments of the membership.
B) To determine the projects and activities of the corporation, to fix the amounts to be expended by the corporation in furtherance of said projects and activities and to allocate the funds expended therefor.
C) To fix the amounts to be reserved as working capital for any proper purpose, including the retirement of the corporation's debts; to authorize and cause to be executed mortgages and liens upon any or all of the real and personal property of the corporation.
D) When authorized by the affirmative vote of a majority of the memberships, issued and outstanding, to sell, lease or exchange all of the property and assets of the corporation upon such terms and conditions as it shall deem expedient and for the best interests of the corporation.
E) The Board should make every effort to fully inform membership as to issues. Membership opinions should be considered by the Board when decisions are made.

Section 6.06 A majority of the Board of Directors shall constitute a quorum for conducting any business of the corporation.

Section 6.07 No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors or officers of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation.

Section 6.08 Until the first annual meeting of the members, the following persons shall act as members of the Board of Directors:

Harvey W. Henry, Iowa City, Iowa
Gloria J. Henry, Iowa City, Iowa

And the following persons shall be the officers of the corporation and hold the office indicated after their respective names:

Harvey W. Henry, President
Gloria J. Henry, Vice-President
Gloria J. Henry, Secretary
Harvey W. Henry, Treasurer

ARTICLE VII

MEETINGS OF MEMBERS

Section 7.01 The annual meeting of the members of this corporation shall be held on the fourth Monday of April in each year starting in 1997.

Section 7.02 Special meetings of the members may be called by the President by order of the Board of Directors or at the written request of one-fourth of members who are entitled to vote. Notice of meetings shall be given as may be provided in the By-Laws or by special resolution of the Board of Directors.

ARTICLE VIII

NON-LIABILITY FOR CORPORATE DEBTS

Section 8.01 The members, directors and officers of this corporation and their private property shall not be liable in any manner for any corporate debts, obligations, undertakings or liabilities of the corporation. This provision shall not be amended or repealed except by unanimous vote of the membership entitled to vote.

ARTICLE IX

EXECUTION OF INSTRUMENTS

Section 9.01 All deeds, mortgages, contracts, conveyances and other instruments creating, conveying, granting, encumbering or releasing any interest in real estate and all other instruments or contracts having or requiring the acknowledgment of this corporation shall be executed by either the President or Vice-President and countersigned by either the Secretary or Treasurer.

ARTICLE X

CORPORATE SEAL

Section 10.01 This corporation shall not have a Corporate Seal.

ARTICLE XI

CORPORATE PERIOD

Section 11.01 The corporate period of this corporation shall begin on the date when the Secretary of State of the State of Iowa issues the original Certificate of Incorporation and shall terminate at the expiration of fifty (50) years from said date, unless the corporation be sooner dissolved or the corporate period extended.

Section 11.02 The corporate period may be renewed or the corporation may be dissolved by a three-fourths (3/4) vote of the entire membership.

Section 11.03 Upon dissolution of this Corporation, if such should ever occur, the Board of Trustees shall, after paying or making provision for the payment of all debts and liabilities of the Corporation, distribute all of the assets of the Corporation to such home owners association as the majority of the Board of Directors shall elect which is organized and operated exclusively for educational, scientific, or charitable purposes and which shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), and which, in the judgment of the Board of Directors, will carry on purposes similar to or consistent with those of this corporation. Any of such assets not so disposed of shall be disposed of by the district or similar court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such home owners association as said court shall determine which is organized for such purposes.

ARTICLE XII

AMENDMENTS

Section 12.01 Except as otherwise specifically provided, these articles may be amended at any annual or special meeting of the members on the affirmative vote of a majority of the membership votes present upon such notice as may be provided in the By-Laws of the corporation or upon resolution of the Board of Directors.

DATED this 5th day of January, 1968, at Iowa City, Iowa.

INCORPORATORS	ADDRESS
/s/ Harvey W. Henry	R#2 Iowa City, Iowa
/s/ Gloria J. Henry	RR#2 Iowa City, Iowa
/s/ Emil G. Trott	First National Bank Building Iowa City, Iowa 52240

STATE OF IOWA)
SS:
COUNTY OF JOHNSON)

BE IT REMEMBERED, that on this 9th day of January, 1968, before me a Notary Public in and for said County and State, personally appeared Harvey W. Henry, Gloria J. Henry, and Emil G. Trott, said persons being personally known to me to be the identical persons who names are subscribed to the foregoing Articles of Incorporation and each for himself acknowledged the same to be his free and voluntary act and deed for the uses and purposes therein expressed.

WITNESS my hand and Notarial Seal at Iowa City, in the County of Johnson, State of Iowa, the day and year last above written.

/s/ Doris Cox Notary Public in and for Johnson County, Iowa

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[1] This document was compiled by Leo Vitosh and reviewed by Bill Decker and Mike DiPardo during December, 2001 and January, 2002. The accuracy of the document is not guaranteed. Rather, it represents the best faith efforts of those involved to provide a facsimile to the Association. The actual document is public and can be accessed through the Iowa Secretary of State's office.

It should be further noted that the original documents are not in this form. The actual filed documents at the Iowa Secretary of State's office are in the form of the original filing with a subsequent filing containing amendments (approved by the membership on June 12, 1996 and filed on October, 28,1996). Further complicating a reading of the original documents is the amendments to both the Articles of Incorporation and By-Laws are filed together. This document represents a compilation of the original filing and amendments into one readable linear document.