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SCOTT COUNTY, IOWA  
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11-19-1976

ARTICLES OF INCORPORATION  
OF  
CEDAR TREE VILLAGE HOME OWNERS ASSOCIATION, INC.

TO THE SECRETARY OF STATE OF THE STATE OF IOWA: 7 12

River Bend Development, Inc., an Iowa corporation, acting as incorporator of a not-for-profit organization under the Iowa Non-Profit Corporation Act under Chapter 504A of the Iowa Code, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

The name of the Corporation is CEDAR TREE VILLAGE HOME OWNERS ASSOCIATION, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose or purposes for which the Corporation is organized are:

To provide for the maintenance, preservation, and architectural control of the residence Lots and Common Area within that certain tract of property described as Cedar Tree Village, Stage 1, an Addition to the City of Bettendorf, Scott County, Iowa, and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Corporation, and for these purposes to:

- a. 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 Restrictive and Protective Covenants and Conditions, hereinafter called the "Declaration", applicable to the property and recorded in the Office of the Recorder of Scott County, Iowa, on the 2nd day of December, 1976, as Document No. 22292-76, and as the same may be amended from time to time as therein provided;

b. Fix, levy, collect and enforce payment by any lawful means all charges, annual or special 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;

c. Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, insure, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

d. Borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

e. Dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, municipality, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

f. Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

g. Have and to exercise any and all powers, rights and privileges which a corporation organized under the Iowa Non-Profit Corporation Act by law may now or hereafter have or exercise.

This Corporation is not organized for profit and no part of the net earnings of the Corporation shall inure

to the benefit of any officer or director of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes) and no officer or director of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Corporation.

#### ARTICLE IV

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 Corporation, including contract sellers, shall be a member of the Corporation. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Corporation.

There shall be two classes of voting membership, as follows:

##### CLASS A

Class A members shall be all Owners with the exception of the Declarant (as defined in the Declaration) and shall be entitled to one vote for each Lot in which they hold the interest required for membership by this Article. When more than one person or entity holds such interest in any Lot, all such persons or entities 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, and no fractional votes shall be cast with respect to any Lot.

##### CLASS B

The Class B member shall be the Declarant (as defined in the Declaration), and shall be entitled to five (5) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever first occurs:

(a) When the total votes outstanding in the Class A membership equal the total votes in the Class B membership; or

(b) On June 1, 1985.

#### ARTICLE V

The affairs of this Corporation shall be managed by a Board composed of not less than three (3) nor more than nine (9) Directors, who need not be members of the Corporation, the actual number of the Board of Directors in any year to be as set in the By-Laws of the Corporation. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

<u>Name</u>	<u>Address</u>
William E. Stradt	1980 Spruce Hills Drive Bettendorf, Iowa
Michael J. Condon	4226 Washington Street Davenport, Iowa
John P. Condon	2822 Taylor Davenport, Iowa

The Directors shall be elected for terms of three (3) years each. The entire Board of Directors shall be divided into three groups as nearly equal in number as possible, the first group to serve a one year term, the second group to serve a two year term, and the third group to serve a three year term, said groups to be determined at the first annual meeting of the members. At each annual meeting thereafter the members shall elect the appropriate number of Directors for a term of three (3) years.

#### ARTICLE VI

The Corporation may be dissolved only upon an affirmative vote of two-thirds (2/3) of all members of any class. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the assets of the Corporation shall be dedicated to an appropriate public agency or municipal corporation to be used for purposes similar to those for which this Corporation was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE VII

The By-Laws of the Corporation shall be initially adopted by the Directors named herein. The By-Laws may only be altered, amended or repealed by a majority vote of a quorum of members present in person or by proxy at a regular or special meeting.

ARTICLE VIII

The address of the initial Registered Office of the Corporation is 1980 Spruce Hills Drive, Bettendorf, Iowa, 52722, and the name of its initial Registered Agent at such address is William E. Stradt.

ARTICLE IX

The name and address of the incorporator is:

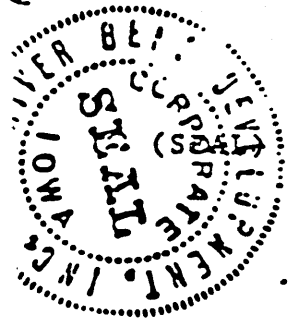
<u>Name</u>	<u>Address</u>
River Bend Development, Inc.	1980 Spruce Hills Drive Bettendorf, Iowa 52722

DATED this 19<sup>th</sup> day of November, 1976.

RIVER BEND DEVELOPMENT, INC.

By William E. Stradt  
William E. Stradt President

By Mel Foster, Jr.  
Mel Foster, Jr. Secretary



STATE OF IOWA )  
 ) SS:  
COUNTY OF SCOTT )

On this 19<sup>th</sup> day of November, 1976, before me, a Notary Public in and for the State of Iowa, personally appeared William E. Stradt and Mel Foster, Jr., to me personally known, who being by me duly sworn did say that they are the President and Secretary respectively, of said Corporation, that the seal affixed to said instrument is the seal of said Corporation, and that said instrument was signed on behalf of the said Corporation by authority of its Board of Directors and the said William E. Stradt and Mel Foster, Jr., acknowledged the execution of said instrument to be the voluntary act and deed of said Corporation by it voluntarily executed.



(Notarial Seal)

Kay R. Bellis  
Notary Public in and for  
Scott County, Iowa

OFFICE OF THE SECRETARY OF STATE			
Des Moines, Iowa			
This instrument recorded in Book	<u>7-5</u>	Page	<u>477</u>
Expires	<u>Perpetual</u>	Cart. No.	<u>84428</u>
Filed By	<u>Robert D. Williams, Atty. General</u>		Receipt No. <u>152801</u>
Filing Fee	<u>10.00</u>	Recor. Fee	<u>3.00</u>