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ARTICLES OF INCORPORATION

OF

BROOKVIEW POINTE OWNERS ASSOCIATION, INC.

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:

The undersigned, acting as Incorporator of a corporation under the Iowa Nonprofit Corporation Act, Chapter 504A of the Code of Iowa (2003), adopts the following Articles of Incorporation for such Corporation:

ARTICLE I. NAME

The name of the Corporation is Brookview Pointe Owners Association, Inc.

ARTICLE II. CORPORATE EXISTENCE

The corporate existence of this Corporation shall begin on the date these Articles of Incorporation are filed with the Secretary of State of the State of Iowa and shall continue perpetually thereafter unless dissolved as provided by law.

ARTICLE III. PURPOSES AND POWERS

The Corporation is organized exclusively as a Homeowners Association within the meaning of Section 528 of the Internal Revenue Code of 1986, as amended. The primary purpose of the Corporation is to operate a Homeowners Association for Brookview Pointe Condominiums in the City of West Des Moines, Dallas County, Iowa.

As a means of accomplishing the foregoing purposes, the Corporation shall have all of the general powers set forth in Chapter 504A of the Code of Iowa (2003), and as it may hereafter be amended. These general powers shall be exercised exclusively for the attainment of the purposes of the Corporation as set forth in this Article.

ARTICLE IV. NO PRIVATE INUREMENT

No part of the net earnings shall inure to the benefit of any Director or Officer 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). No Director or Officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

ARTICLE V. DISSOLUTION PROVISIONS

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose

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ARTICLE V. DISSOLUTION PROVISIONS

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the remaining assets of the Corporation exclusively for the purpose(s) of the Corporation set forth in Article III hereof in such a manner or to such organization or organizations operated exclusively as charitable organizations as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said District Court shall determine which are organized exclusively for such designated purpose(s)

**ARTICLE VI.
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of its initial registered office in the State of Iowa is 4201 Westown Parkway, Suite 250, West Des Moines, Iowa 50266-6720 and the name of its initial registered agent at such address is D. Mark Marcouiller.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is two (2). The number of Directors may be changed by the Board of Directors upon the adoption of Bylaws for the Corporation and by any subsequent amendment to the Bylaws adopted by the Board of Directors. The names and addresses of the persons who are to serve as the initial Directors are:

<u>Name</u>	<u>Address</u>
Robert Boesen	475 Alice's Road Waukee, IA 50263
D. Mark Marcouiller	4201 Westown Parkway, #250 West Des Moines, IA 50266

ARTICLE VIII. MEMBERS

The Corporation shall have Members. The designation of membership classes, the manner of election and the qualifications and rights of the Members of each class shall be as set forth in the Bylaws of the Corporation.

ARTICLE IX. EXEMPTION OF PRIVATE PROPERTY

Consistent with Section 504A.101 of the Code of Iowa (2003), the private property of the directors, officers, employees and members of the corporation shall be exempt from all debts, obligations and liabilities of the Corporation of any kind

whatsoever and directors, officers, members and other volunteers of this Corporation shall not be personally liable in that capacity, for a claim based upon an act or omission of the person performed in the discharge of the person's duties, except for a breach of the duty of loyalty to the Corporation, for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, or for a transaction from which the person derives an improper personal benefit. If Iowa law is hereafter changed to mandate or permit further elimination or limitation of the liability of the Corporation's directors, officers, employees, members and volunteers, then the liability of the Corporation's directors, officers, employees, members and volunteers shall be eliminated or limited to the full extent then permitted.

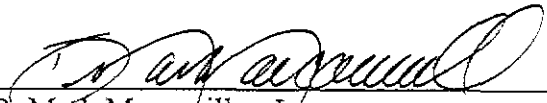
ARTICLE X. INCORPORATOR

The name and address of the Incorporator is D. Mark Marcouiller, 4201 Westown Parkway, Suite 250, West Des Moines, Iowa 50266-6720.

ARTICLE XI. AMENDMENTS

These Articles of Incorporation may be amended at anytime and from time to time as provided by the Code of Iowa, but no amendment shall be adopted which deprives the Corporation of tax exempt status under the Internal Revenue Code of 1986, as amended.

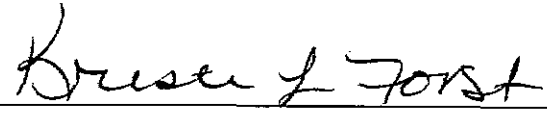
Dated the 7th day of September, 2006.



D. Mark Marcouiller, Incorporator

STATE OF IOWA)
)ss.
COUNTY OF POLK)

On this 7th day of September, 2006, before me, the undersigned, a Notary Public in and for said County, in said State, personally appeared D. Mark Marcouiller, to me known to be the identical person named in and who executed the within and foregoing instrument and acknowledged that he executed the same as his voluntary act and deed.



NOTARY PUBLIC IN AND FOR THE
STATE OF IOWA



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IOWA
SECRETARY OF STATE
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