State of Minnesota

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date in the Office of the Secretary of State, for the incorporation of the following corporation, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

This corporation is now legally organized under the laws of Minnesota.

Corporate Name: SIERRA Association

Corporate Charter Number: 1W-603

Chapter Formed Under: 317A

This certificate has been issued on 12/06/2000.



Mary Kiffmeyer

Secretary of State.

ARTICLES OF INCORPORATION

OF

SIERRA ASSOCIATION

The undersigned, being of full age and for the purpose of forming a nonprofit corporation under the provisions of Chapter 317A, Minnesota Statutes, the Minnesota Non-Profit Corporation Act, and laws amendatory thereof, does adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be SIERRA Association, (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 SIERRA, upon the following described real property lying and being in the City of Waconia, County of Carver, State of Minnesota, described as follows, to-wit:

Lots 1 through 6, inclusive Block 1
Lots 1 through 16, inclusive Block 2
Lots 1 through 14, inclusive Block 3
Lots 1 through 8, inclusive Block 4
Outlots B and C
SIERRA
Carver County, Minnesota

together with any additions to said development made in compliance with the terms of its Declaration 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 SIERRA, as the same may be amended from time to time, which will be filed in the Office of the County Recorder in and for Carver County, Minnesota, at the time said real property and the improvements now or hereafter situated thereon, are submitted to the ownership, said Declaration being incorporated herein as if set forth at length; and to acquire, own, 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 SIERRA.

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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 at 1107 Hazeltine Boulevard, Suite 380, Chaska, Minnesota, 55318.

ARTICLE VI

The name and address of the person forming this corporation is:

Hartman Communities, LLC, a Minnesota limited liability company.

ARTICLE VII

The membership of the Association shall consist of the owners (hereinafter called the "Lot Owners") of the lots (hereinafter called the "Lots") with the SIERRA, Carver County, Minnesota, as defined in and determined by the Declaration. Membership in the Association shall be appurtenant to, and shall not be separated from, Lot ownership in SIERRA. No

property right inheres in membership and memberships are not transferable except in connection with the transfer by members of their respective Lots. The votes to be exercised by the members of the Association shall be as allocated by the Declaration and the Bylaws of the Association to the Lots for voting purposes. All Lot Owners of Lots within SIERRA shall be members of the Association. Where there is more than one Lot Owner of a Lot, the vote allocated to that Lot in accordance with the Declaration should be cast as the Lot Owners of such Lot among themselves may determine. Where there is more than one Lot Owner of a Lot, the Lot Owners of such Lot shall notify the Secretary of the Association in writing of the name of the Lot Owner who has been designated to cast the vote attributable to the Lot owned, on behalf of all of the Lot Owners of that Lot. Membership in the Association shall automatically pass when the ownership of a Lot 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. The first Board of Directors of the Association shall consist of three persons, whose names and addresses are:

Terrance Hartman

Jerry Hartman

Debra Riesgraf

Except as otherwise provided in the Bylaws of the Association, the term of the first Board of Directors shall run until the fifth anniversary of the date of filing of these Articles of Incorporation. The number of directors, term of office, method of removal from office, and method of the filing of vacancies in the Board of Directors shall be as provided in the Bylaws 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 Minnesota law.

IN TESTIMONY WHEREOF, I have hereunto set my hands this 29th day of November 2000.

TJ Hutchinson, its Chief Manager
Incorporator

THIS INSTRUMENT WAS DRAFTED BY:
Bradley W. Solheim
Melchert Hubert Sjodin, PLLP
121 West Main Street
Waconia, MN 55387

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

DEC - 6 2000

Mary Kiffmeyer
Secretary of State