

ARTICLES OF INCORPORATION
OF
TWIN LAKES HOMEOWNERS' ASSOCIATION, INC.

TO THE SECRETARY OF STATE
OF THE STATE OF IOWA:

The undersigned, acting as incorporator of a corporation pursuant to the provisions of the Revised Iowa Nonprofit Corporation Act, Chapter 504 of the Code of Iowa, adopts the following Articles of Incorporation:

ARTICLE I
Name and Principal Office

The name of the Corporation shall be: "Twin Lakes Homeowners' Association, Inc." and shall hereinafter be referred to as the "Association." Its principal offices shall be located in the City of Norwalk, Iowa.

ARTICLE II
Registered Office and Agent

The initial registered office of the Association shall be at _____ and the initial registered agent as such address shall be _____.

ARTICLE III
Corporate Existence

The corporate existence of the Association shall begin upon the date these Articles are filed with the Secretary of State, and its duration shall be perpetual.

ARTICLE IV
Purposes and Powers

The Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for the preservation and maintenance of common areas to be located on land situated in Warren County, Iowa, (hereinafter the "Property") and to promote the health, safety and welfare of the residents by the enforcement of Covenants and Restrictions within said Property. For this purpose the Association shall have the authority 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 Restrictive Covenants for Twin Lake Plats #1, #2 and #3 (hereinafter called the "Restrictive Covenants") applicable to the Property and recorded or to be recorded in the office of the Recorder of the Warren County, Iowa, and as the same may be

amended from time to time as therein provided, said Restrictive Covenants being incorporated herein as if set forth at length; and

- B. Exercise any and all powers, rights and privileges which a corporation organized under the Nonprofit Corporation Law of the State of Iowa may now or hereafter have or exercise.

The purposes of the corporation are exclusively not for private profit or gain and no substantial part of its activities shall consist of carrying on political propaganda or otherwise attempt to influence legislation, and the corporation shall make no distributions of income to its members, directors or officers.

Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on:

- A. By a corporation exempt from federal income tax under Section 501(C)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Code); or
- B. By a corporation, contributions to which are deductible under Section 170(C)(2) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue law).

ARTICLE V Board of Directors

The Affairs of this Association shall be managed by a Board of at least three (3) but not more than five (5) Directors, who need not be members of the Association. The number of Directors within this range shall be established by the Bylaws of the Association. The names and addresses of the persons who are to act as the initial Director until their successors are elected shall be as follows:

ARTICLE VI Membership

Each person who is a record owner of a fee or undivided fee interest or contract buyer of any lot which is subject to the above-described Restrictive Covenants shall automatically 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. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association.

ARTICLE VII Voting Rights

The voting rights in the Association shall be governed by the provisions contained in the Declaration.

ARTICLE VIII
Bylaws

The initial Bylaws of the Association shall be adopted by its initial Board of Directors and the Board may thereafter alter, amend or repeal the same or adopt new Bylaws.

ARTICLE IX
Amendment

Amendment of these Articles shall require the approval of two-thirds (2/3) of the entire membership entitled to vote at any annual meeting or special meeting called for that purpose. Notice of the proposed Amendment shall be given to all members in writing by depositing the notice in the U.S. Mail, postage prepaid, addressed to the last known address of the member as disclosed on the books of the Association. These Articles shall not be amended in a fashion which would be inconsistent with any terms and conditions of the Restrictive Covenants filed regarding the Property.

ARTICLE X
Private Benefit and Dissolution

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, if any, directors, officers, or other private persons. Upon the dissolution of the corporation the directors shall, after paying or making provisions for the payment of all the liabilities of the Corporation, transfer all the assets of the Corporation to an organization or organizations exempt under Section 501(c)(3) of the Internal Revenue Code and operated exclusively for exempt purposes, as the directors and/or members shall determine.

ARTICLE XI
Incorporator

The name and address of the incorporator is _____.

Dated this _____ day of _____, 2024.

STATE OF IOWA, _____ COUNTY, ss:

On this _____ day of _____, 2024, before me, the undersigned, a Notary Public in and for said County and State, personally appeared _____, to me known to be the identical person named in and who executed the foregoing instrument, and acknowledged that he executed the same as his voluntary act and deed.

Notary Public in and for said County and State

