

258255

**ARTICLES OF INCORPORATION OF  
THE VILLAS AT BRIDGEWOOD POINTE HOMEOWNERS ASSOCIATION**

The undersigned, acting as incorporator of a corporation pursuant to the provisions of Chapter 504A, Code of Iowa (2001), as amended, the Iowa Non-Profit Corporation Act, does hereby adopt the following Articles of Incorporation.

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**ARTICLE I**

The name of this Corporation shall be **THE VILLAS AT BRIDGEWOOD POINTE HOMEOWNERS 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 the Horizontal Property Regime to be known as "**THE VILLAS AT BRIDGEWOOD POINTE**", to be established in accordance with Chapter 499B, Code of Iowa (2001), as amended, upon the following described real estate, situated in the City of West Des Moines, Dallas County, Iowa:

Lots 1 and 2, Bridgewood South, an Official Plat, now included in and forming a part of the City of West Des Moines, Dallas County, Iowa;

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 the Horizontal Property Regime for The Villas at Bridgeview Pointe as the same may be amended from time to time, which will be filed in the Office of the County Recorder for Dallas County, Iowa, at the time said real property and the improvements now or hereafter situated thereon are submitted to the Horizontal Property Regime, said Declaration being incorporated herein as if set forth at length; and to acquire, own, operate, 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 the Horizontal Property Regime to be known as "The Villas at Bridgewood Pointe."

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 on non-profit corporations under the laws of the State of Iowa.

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### ARTICLE III

The duration of this corporation shall be perpetual.

### ARTICLE IV

The registered office of this Corporation shall be at 317 Sixth Avenue, Suite 300, Des Moines, Polk County, Iowa 50309, and the name of the registered agent at that address shall be Streetar Cameron.

### ARTICLE V

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

Streetar Cameron  
317 Sixth Avenue, Suite 300  
Des Moines, Iowa 50309

### ARTICLE VI

The membership of the Association shall consist of the owners (hereinafter called the "Apartment Owners") of the Condominium Apartments (hereinafter called the "Apartments"), within The Villas at Bridgewood Pointe Horizontal Property Regime, West Des Moines, Dallas County, Iowa, as defined in and determined by the Declaration. Membership in the Association shall be appurtenant to and shall not be separated from the Apartment ownership in the Horizontal Property Regime for The Villas at Bridgewood Pointe. No property right interests in membership and memberships are not transferrable except in connection with the transfer by Members of their respective Apartments. The votes to be exercised by the Members of the Association shall be as allocated by the Declaration and the By-Laws of the Association to the Apartments for voting purposes. All Apartment Owners of Apartments within the Horizontal Property Regime shall be members of the Association. Where there is more than one (1) Apartment Owner of an Apartment, the vote allocated to that Apartment in accordance with the Declaration shall be cast as the Apartment Owners of such Apartment among themselves may determine. Where there is more than one (1) Apartment Owner of an Apartment, the Apartment Owners of such Apartment shall notify the Secretary of the Association, in writing, of the name of the Apartment Owner who has been designated to cast the vote attributable to the Apartment owned on behalf of all of the Apartment Owners of that Apartment. Membership in the Association shall automatically pass when the ownership of an Apartment is transferred in any manner. In each such event, written notice of the transfer shall be given to the Secretary of the Association.

**ARTICLE VII**

The management of the Association shall be vested in a Board of Directors of no more than 20 nor less than 2 Directors and, except for those individuals elected by the Declarant, all members of the Board must be members of the Association. The first Board of Directors of the Association shall consist of the following individuals:

Mark Siegfried  
3636 Westown Parkway, Suite 200  
West Des Moines, Iowa 50266

Kerry McGuire  
3636 Westown Parkway, Suite 200  
West Des Moines, Iowa 50266

**ARTICLE VIII**

No member, director or officer of the Association shall have any personal liability for any obligation of the Association.

**ARTICLE IX**

The Association shall have no capital stock.

**ARTICLE X**

The corporate existence for the Association shall begin on the date on which the Secretary of State of Iowa issues the Certificate of Incorporation.

**ARTICLE XI**

Upon dissolution of the Association, after payment of all of the debts and obligations of the Association, all remaining corporate assets shall be distributed to the Apartment Owners pursuant to their percentage interest in the undivided Common Elements of the Horizontal Property Regime.

IN TESTIMONY WHEREOF, I have hereunto set my hand this 11<sup>th</sup> day of October, 2001.

FILED  
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SECRETARY OF STATE

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Streetar Cameron  
Streetar Cameron, Incorporator