

6

Articles of Incorporation

of

Tomlinson Woods Homeowners Association

Omaha

1154

perpetual

Filing	5.00
Recording	8.00

R. A.
 Thomas C. Stortz
 10730 Pacific St. 465801
 Suite 217
 Omaha, Nebr. 68114

Receipt No. C-11098

DEC 20 1978
 MUL I.M. 28-25
 430

A. Munnion
 INDEXED
 MICROFILMED
 RECORDED

CONSENT

THE WOODS JOINT VENTURE, by Creative Real Estate, Inc., a joint venturer, hereby consents to the incorporation of Tomlinson Woods Homeowners Association, and the use of the name, Tomlinson Woods Homeowners Association.

DATED this 27th day of December, 1978.

THE WOODS JOINT VENTURE, a
Nebraska Joint Venture,

By Creative Real Estate, Inc., a
Nebraska corporation

By *Richard A. ...*
President

RECEIVED

DEC 2 1978

SECRETARY OF STATE
CORPORATION DIVISION

ARTICLES OF INCORPORATION OF
TOMLINSON WOODS HOMEOWNERS ASSOCIATION

In compliance with the requirements of Section 21-1901 to 21-1991, R.R.S. Nebraska, the undersigned, all of whom are residents of Nebraska and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is TOMLINSON WOODS HOMEOWNERS ASSOCIATION, hereafter called the "Association".

ARTICLE II

The initial registered office of the Association is located at 10730 Pacific Street, Suite 217, Omaha, Nebraska, 68114, and Thomas C. Stortz at said address is hereby appointed the initial registered agent of this Association.

ARTICLE III

The names and addresses of each incorporator are as follows:

Thomas C. Stortz	10730 Pacific Street, Suite 217 Omaha, Nebraska 68114
Gene D. Svensen	10730 Pacific Street, Suite 217 Omaha, Nebraska 68114

ARTICLE IV

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to own, maintain, operate, and improve certain real property in Tomlinson Woods, an addition to the City of Omaha, as surveyed, platted and recorded in Douglas County, Nebraska, as set forth in certain Declarations of Covenants, Conditions and Restrictions as recorded or as shall hereafter be recorded in the Register of Deeds Office of Douglas County, Nebraska, hereinafter called "Declarations", and as set forth in a Subdivision Agreement entered into between the City of Omaha and The Woods Joint Venture, which is developing Tomlinson Woods. This Association, and the purposes for which it is being formed, will benefit the following described lots:

Lots 1 through 91, inclusive, Tomlinson Woods, an addition to the City of Omaha, as surveyed, platted and recorded in Douglas County, Nebraska.

The further purpose of the Association shall be to promote the health, safety and welfare of the owners of the above-described Lots and any additions thereto as may hereafter be brought within the jurisdiction of this Association; and for these purposes to:

(a) exercise all of the powers and privileges to perform all of the duties and obligations of the Association as set forth in said Declarations, as the same said Declarations being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of said Declarations; 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, 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 not less than two-thirds (2/3) favorable vote of the owners of the Lots mortgage, pledge, deed in trust, lease 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, another non-profit corporation for use for purposes similar to those for which this Association was created, authority, 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 owners of not less than two-thirds (2/3) of the Lots, agreeing to such dedication, sale or transfer;

(f) contract with other non-profit corporations organized for the same purposes to extend to residents within the jurisdiction of such other non-profit corporations the license and right to use said Common Area and the facilities therein, upon payment of appropriate contributions by such other non-profit corporations for the maintenance, preservation and operation of said Common Area and facilities;

(g) 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 not less than two-thirds (2/3) favorable vote of owners of the Lots;

(h) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Nebraska by law may now or hereafter have or exercise;

ARTICLE V
MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot (as defined in said Declaration) which is subject by covenants of record to assessment by the Association, including contract buyers who shall be deemed to be owners herein, shall 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 VI
VOTING RIGHTS

Each Lot shall be entitled to one vote. When more than one member owns an interest in any Lot, the vote for said Lot shall be exercised as the members owning said Lot shall determine among themselves, but in no event shall more than one vote be cast with respect to each Lot.

ARTICLE VII
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three Directors, who need not be members of the Association. The number of directors may be increased by any multiple of three by amendment of the By-Laws of the Association. 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>
Glenn L. Buck	10730 Pacific Street, #217, Omaha, Neb. 68114
Gray A. Pearson	10730 Pacific Street, #217, Omaha, Neb. 68114
Gene D. Svensen	10730 Pacific Street, #217, Omaha, Neb. 68114

At the first annual meeting the members, with one vote per Lot, shall elect one-third (1/3) of the entire Board for a term of one year, one-third (1/3) of the entire Board for a term of two years, and one-third (1/3) of the entire Board for a term of three years; and at each annual meeting thereafter the members, with one vote per Lot, shall elect one-third (1/3) of the entire Board for a term of three years.

ARTICLE VIII
DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by owners of not less than two-thirds (2/3) of the Lots. Upon

dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency or another non-profit corporation for use for purposes similar to those for which this Association 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 IX

DURATION

The corporation shall have perpetual existence.

ARTICLE X


AMENDMENTS

Amendment of these Articles shall require the favorable vote of not less than 75 percent (75%) of the owners of Lots.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Nebraska, we, the undersigned, constituting the incorporations of this Association, have executed these Articles of Incorporation this 22 day of December, 1978.



Thomas C. Stortz



Gene D. Svensen