

**ARTICLES OF INCORPORATION
OF
ARBOR VIEW HOMEOWNERS ASSOCIATION**

The undersigned, for the purpose of incorporating a non-profit corporation under the Nebraska Nonprofit Corporation Act, do hereby certify and adopt the following Articles of Incorporation.

**ARTICLE I.
Name**

The name of the Corporation is Arbor View Homeowners Association, hereinafter referred to as the "Association."

**ARTICLE II.
Designation**

The Association is a mutual benefit corporation.

**ARTICLE III.
Duration**

The duration of the Association shall be perpetual.

**ARTICLE IV.
Purposes of the Association**

The purpose of the Association shall be to act as the Association under the Declaration of Covenants, Conditions, Restrictions and Easements for Lots 1 through 127, Arbor View, a Subdivision in Douglas County, Nebraska dated October 1, 2014, and filed with the Douglas County Register of Deeds on October 3, 2014, as Instrument Number 2014078034, as may be amended from time to time (herein referred to as the "Declaration"), for the health, safety, recreation, welfare and enjoyment of the residents of the following Lots:

Lots 1 through 127, inclusive, in Arbor View, a subdivision, as surveyed, platted and recorded in Douglas County, Nebraska.

(herein the "Property"). In the event of the dissolution of the Association, any assets of the Association shall be transferred to a public body or nonprofit corporation with similar purposes.

ARTICLE V.
Membership and Voting

The Property includes residential lots being regulated by the Association (referred to as the "Lots") and may be expanded to include additional lots as permitted by the Declaration. For purposes of these Articles and the Declaration, the term "owner" of a Lot shall mean and refer to the record owner, whether one or more persons or entities, of fee simple title to a Lot, but excluding, however, those persons or entities having any interest in any of such Lots merely as security for the performance of an obligation (such as a contract seller, the trustee or beneficiary of a deed of trust, or a mortgagee). The purchaser of a Lot under a land contract or similar instrument shall be considered to be the "owner" of the Lot for purposes of these Articles. Membership shall be appurtenant to ownership of each Lot. The Association shall have two (2) classes of Members. The owners of each Lot, with the exception of the "Declarant" as defined in the Declaration, shall be "Class A Members." The "Declarant," as defined in the Declaration, shall be "Class B Members." Each Class A Member shall be entitled to one (1) vote for each Lot owned. Each Class B Member shall be entitled to twenty (20) votes for each Lot owned. The Class B Membership shall terminate and be converted into Class A Membership upon the first of the following:

- (a) Upon written direction of the Declarant; or
- (b) October 3, 2029.

ARTICLE VI.
Powers and Conflict with Declaration

The Association shall have all of the powers conferred upon not-for-profit corporations under the Nebraska Nonprofit Corporation Act. Without limitation of the foregoing, the Association shall have the powers and authority described in the Declaration, as amended from time to time, including the power to fix, charge and collect charges, dues and assessments to members of the Association.

ARTICLE VII.
Registered Agent

The initial registered office of the Association is located at 10250 Regency Circle, Suite 300, Omaha, Nebraska 68114, and the initial registered agent at such address is Mark J. LaPuzza.

ARTICLE VIII.
Officers and Directors

The affairs of the Association shall be managed by a Board of not fewer than three (3) nor more than twelve (12) directors, as permitted by applicable law and from time to time as may be set forth in the Bylaws, and by its President, Vice President, Secretary and Treasurer and one or more officers or assistants thereto as from time to time may be authorized by the Bylaws. Until election and qualification of successors, the Board of Directors of the Association are three (3) in number, whose names and respective street addresses are:

Marc Stodola
3803 N. 153rd Street
Suite 200
Omaha, NE 68116

Michael Freestone
3803 N. 153rd Street
Suite 200
Omaha, NE 68116

Ann Freestone
3803 N. 153rd Street
Suite 200
Omaha, NE 68116

ARTICLE IX.
Incorporators

The names and respective street addresses of the incorporators are as follows:

Marc Stodola
3803 N. 153rd Street
Suite 200
Omaha, NE 68116

Michael Freestone
3803 N. 153rd Street
Suite 200
Omaha, NE 68116

ARTICLE X.
Bylaws

The Directors of the Association shall adopt its initial Bylaws with any provisions found to be appropriate, convenient or necessary for the management and affairs of the Association not inconsistent with law and these Articles of Incorporation or the Declaration, and from time to time, in the manner set out therein, to amend, alter, or revoke all or any part of the Bylaws provided however, that no such alteration, amendment or revocation shall be in conflict with the terms and provisions of the Declaration.

ARTICLE XI.
Indemnification

The Association shall, to the extent permitted by the Nebraska Nonprofit Corporation Act, as amended from time to time, indemnify and reimburse all persons whom it may indemnify and reimburse pursuant thereto. Notwithstanding the foregoing, the indemnification provided for in this Article shall not be deemed exclusive of any other right to which those entitled to receive indemnification or reimbursement hereunder may be entitled under any Bylaws of this Association, agreement, vote or consent of shareholders or disinterested directors or otherwise.

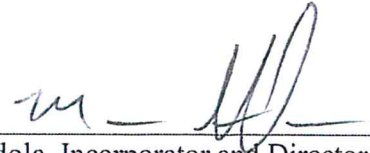
ARTICLE XII.
Amendment

Two-thirds (2/3) of the Members of the Association shall have the authority to, from time to time, alter, amend, revoke all or any part of these Articles of Incorporation. provided however, that no such alteration, amendment or revocation shall be in conflict with the terms and provisions of the Declaration.

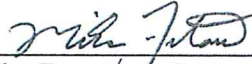
ARTICLE XIII.
Dissolution

The Association may be dissolved with the assent given in writing and signed by not less than a two-thirds (2/3) of the voting interest in the Association. 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 body to be used for the 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.

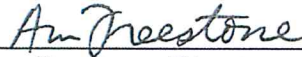
DATED effective November 2, 2015.



Marc Stodola, Incorporator and Director



Mike Freestone, Incorporator and Director



Ann Freestone, Director

COURTESY PROOF

We are pleased that you have published with the Midlands Business Journal and would like you to check for any mistakes in the copy. Errors will gladly be corrected in the following issue.

If there are any questions regarding your notice, please contact us at:

Midlands Business Journal
1324 South 119th Street
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402-330-1760

FOR YOUR FILES

MARK J. LAPUZZA, Attorney
PANSING HOGAN ERNST & BACHMAN LLP
10250 Regency Circle, Suite 300
Omaha, Nebraska 68114-3728
NOTICE OF INCORPORATION OF ARBOR VIEW HOMEOWNERS
ASSOCIATION

Notice is hereby given of incorporation of Arbor View Homeowners Association under the laws of the State of Nebraska as follows:

1. The name of the corporation is Arbor View Homeowners Association.
2. The Arbor View Homeowners Association is a mutual benefit corporation.
3. The street address of the Corporation's initial registered office is 10250 Regency Circle, Suite 300, Omaha, Nebraska 68116. The name of its initial registered agent at that office is Mark J. LaPuzza.
4. The name and address of the incorporators are as follows:
Marc Stodola, 3803 N. 153rd Street, Suite 200, Omaha, NE 68116
Michael Freestone, 3803 N. 153rd Street, Suite 200, Omaha, NE 68116
5. The Corporation shall engage in any lawful business for which a corporation may be formed under the Nebraska Nonprofit Corporation Act.
6. The Corporation shall have members.

First publication November 13, 2015, final November 27, 2015

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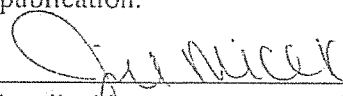
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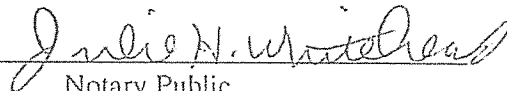
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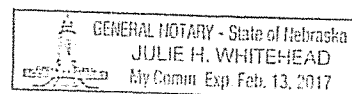
Jill Micek, being duly sworn, deposes and says that she is Vice President of The Midlands Business Journal, a legal weekly newspaper published in the City of Omaha, Douglas County, Nebraska, printed in the English language, having a bona fide circulation in Douglas County in excess of 300 copies for more than 52 weeks last year; that the printed notice attached hereto was published in said Midlands Business Journal for 3 weeks, beginning on November 13, 2015, and ending November 27, 2015, and said newspaper was during that time and has since been in general circulation in said County and State, and that said newspaper was printed in whole or in part in the office maintained at place of publication.


Subscribed in my presence, and sworn to before me this 27th day of November, 2015


Notary Public

L11131524

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10250 Regency Circle, Suite 300
Omaha, Nebraska 68114-3728
NOTICE OF INCORPORATION OF ASHFORD HOLLOW NORTH
HOMEOWNERS ASSOCIATION

Notice is hereby given of incorporation of Ashford Hollow North Homeowners Association under the laws of the State of Nebraska as follows:

1. The name of the corporation is Ashford Hollow North Homeowners Association.
2. The Ashford Hollow North Homeowners Association is a mutual benefit corporation.
3. The street address of the Corporation's initial registered office is 10250 Regency Circle, Suite 300, Omaha, Nebraska 68116. The name of its initial registered agent at that office is Mark J. LaPuzza.
4. The name and address of the incorporators are as follows:
Marc Stodola and Michael Freestone, 3803 N. 153rd Street, Suite 200, Omaha, NE 68116
5. The Corporation shall engage in any lawful business for which a corporation may be formed under the Nebraska Nonprofit Corporation Act.
6. The Corporation shall have members.

First publication November 27, 2015, final December 11, 2015