

Office of the Minnesota Secretary of State Certification of Record

I, Steve Simon, Secretary of State of Minnesota, do certify that: The filing(s) listed below were filed in the Minnesota computerized/central filing system on the date(s) listed below and that the copies associated with this certification are a true and complete copy of those filings as filed in that system.

Filing(s) filed on:

<u>Filing Date</u>	<u>Filing Type</u>	<u>Filing Number</u>
05/06/1953	Original Filing - Cooperative (Domestic)	COOP-3111
02/01/1956	Amendment - Cooperative (Domestic)	500013378549
12/19/1957	Amendment - Cooperative (Domestic)	500013378551
02/14/1995	Amendment - Cooperative (Domestic)	500013378562

This certificate has been issued on: 02/15/2024



Steve Simon

Steve Simon
Secretary of State
State of Minnesota

CORPORATION RECORD No. 3

STATE OF MINNESOTA
DEPARTMENT OF STATE

I hereby certify that the within instrument was filed for record in this office on the 24 day of April, A.D. 1953, at 11 o'clock A.M., and was duly recorded in Book _____ of Incorporations, on page _____.

Mrs. Mike Holm, Secretary of State.

No. 226059 ARTICLES OF INCORPORATION
Skyline Cooperative Assn., Inc. to The Public
Rec'd. 11 May, 1953 at 11:45 A. M. Carl F. Hodapp, Register of Deeds

OO

ARTICLES OF INCORPORATION
OF THE
SKYLINE COOPERATIVE ASSOCIATION, Inc.

I.
The name of this Association shall be the "Skyline Cooperative Association, Inc."

II.
The Association is organized for the purpose of constructing, acquiring, owning and operating a water system and other services of a similar nature such as:

- (a.) negotiating the purchase of electric power and gas,
- (b.) street lighting and improvements,
- (c.) construction and management of playgrounds and parks,
- (d.) sewage and garbage disposal.
- (e.) fire protection,

and such other services as its members may from time to time deem necessary. These services will be rendered to the Skyline Sub-Division of the Northeast Quarter (NE $\frac{1}{4}$) of the Southeast Quarter (SE $\frac{1}{4}$) and South Twenty-Six & 2/10 acres (S. 26.2 acres) of Government Lot Six (6), Section Twenty-Three (23), Township One Hundred Eight (108) North of Range Twenty-Seven (27) West, Blue Earth County, Minnesota, according to the plat thereof on file and of record in the Office of the Register of Deeds in and for said county, and to future sub-divisions or lots in the surrounding territory to which this Association extends service. Its principal office shall be located at 220 E. Jackson Street, Mankato, Minnesota.

III.
The corporate existence hereof shall be perpetual.

IV.
The incorporators of this association are:
Carl Riemer, 402 W. 10th. Street, Mankato, Minnesota.
Hugh E. Willard, 306 W. 10th. Street, Mankato, Minnesota.
Ray W. Willard, 521 W. 6th, Street, Mankato, Minnesota.
George W. Sugden, 223 Westwood Drive, Mankato, Minnesota.
Kelton Gage, 321 N. Broad Street, Mankato, Minnesota.

V.
The beneficial ownership of a lot in a sub-division served by the Association, or of a lot to which this Association has extended its water service shall be a condition of membership herein. All such owners shall become members upon the assumption of such ownership and their membership

(1.)
shall automatically be transferred to their successors in ownership. A member owning more than one lot shall remain a member while he disposes of such lots, and each transferee of one or more lots shall become a member, but when the last such ownership is transferred, the membership of the transferrer shall automatically pass to the successor in the last ownership. Membership herein shall be evidenced by a written certificate and membership shall be transferable only with the approval of the Association's Board of Directors, but membership herein may not be denied any eligible lot owner. Membership herein may not be terminated in any way except as provided in this paragraph.

VI.
As a condition of membership herein each member covenants and agrees:
(a.) to pay his pro rata share of the cost of the well, pump and appurtenances of the water system complete to the point of delivery, to the mains. The original cost of present or future facilities shall be paid only once upon each lot.

(b.) to pay his pro rata share of the cost of the mains and appurtenances of the water distribution system as assessed by the Board of Directors on a front foot basis, provided that, in determining the Sub-Division's total frontage the minimum and maximum frontage of any lot shall be eighty (80) and one hundred ten (110) feet respectively. The original cost of present or future facilities shall be paid only once upon each lot. In addition each person receiving service from this Association shall pay for water used, with a suitable minimum bill, all as determined by the Association's Board of Directors.

(c.) should this Association extend water service to a new sub-division and new facilities, exclusive of the distribution system, are required for the provision of water, the cost thereof shall be borne by the new sub-division up to a sum arrived at by multiplying the number of lots in the new sub-division times the amount paid by each existing member under sub-paragraph (a.) of this section. Any excess over, and above a total so arrived at shall be prorated over the total of the existing lots plus those in the new sub-division. The cost of the additional distribution system necessary for such extension shall be borne wholly by the new sub-division.

(2.)
(d.) all members of this Association shall pay a flat annual charge as determined by the Association's directors in order to provide funds for this Association's operation, and such charge shall be paid without regard to whether or not the members lot is actually receiving services from this Association.

(e.) should facilities other than those of the water system be required to further any authorized purpose of this Association, assessments therefore may be imposed by an annual meeting of the membership hereof or by a special meeting called for that purpose.

(f.) each member of the Association agrees by association agrees by acceptance of membership herein:

CORPORATION RECORD No. 3

FILED PRESS, MANHATTAN, MINN. 92022

1. to purchase this entire water supply from this Association,
2. to pay the charges described in sub-paragraph (a.), (b.), (c.), (d.) and (e.) of this section as they are billed.
3. that all delinquent charges shall become a specific lien upon all real estate owned by the member in areas served by this Association. This lien shall be enforceable by foreclosure as provided by law. Service shall be suspended until all delinquencies are paid.

VII.

The directors of this Corporation may in their discretion extend service to anyone upon the payment of the cost of such extension plus an amount equal to the charges paid by existing members under paragraphs VI-(a.) and VI-(c.) of these articles. Such persons shall become members of this Association.

VIII.

The Association shall have no capital stock. Each member of the Association shall receive a certificate of membership herein and shall have one vote in the affairs of the Corporation.

IX.

The management of this Corporation shall be vested in a board of five directors who shall be members of the Association and shall be elected by the members at the annual meeting for such terms and in such manner as the by-laws may provide.

(3.)

The officers shall be a president and one or more vice-presidents who shall be elected by the Board of Directors from their own number. In addition the board shall elect a secretary and treasurer, or a secretary-treasurer, who need not be members of the Association. The first Board of Directors shall be the incorporators hereof who shall hold office until their successors are elected at the 1953 annual meeting, and duly qualified. The members shall have the power at any regular or special membership meeting called for that purpose to remove any officer or director for cause and fill the vacancy caused by such removal.

X.

The annual meeting shall be held at the Corporation's principal office on the first Monday in December of each year. The quorum necessary to transact business at any regular or special membership meeting shall be ten percent of the total number of members of the Association. The secretary shall give published notice of the annual meeting as required by law.

XI.

These articles may be amended as provided in Minnesota Statutes Annotated 308.15 and laws amendatory thereto.

XII.

The net income of this Association in excess of additions to reserves and surplus as determined from time to time by the Board of Directors shall be distributed annually at the close of the Association's fiscal year to the patrons hereof on the basis of their patronage, and the records of this Association may show the interest of the patrons and members in such reserves and surplus:

PROVIDED, THAT, upon the transfer of ownership of the lot to which said reserve is attributable such reserve shall automatically be assigned to the successor in ownership.

Dated this 24th day of April, 1953.

In The Presence of:
Evelyn L. Rockman
Elaine G. Jaqua

Carl Riemer
Hugh E. Willard
Ray W. Willard
George W. Sugden
Kelton Gage

(4.)

STATE OF MINNESOTA
SS
COUNTY OF BLUE EARTH

On this 24th day of April, 1953, before me a notary public, within and for said county, personally appeared Carl Riemer, Hugh E. Willard, Ray W. Willard, George W. Sugden and Kelton Gage, to me known to be the incorporators who signed the foregoing certificate of incorporation and acknowledged that they executed the same as their free act and deed.

(NOTARIAL SEAL)

Evelyn L. Rockman EVELYN L. ROCKMAN
NOTARY PUBLIC, Blue Earth Co., Minn.
My Commission Expires March 9, 1960.

The foregoing Articles were examined and approved as to form and legality this 27th day of April, 1953.

J. A. A. BURNQUIST
Attorney General

By I. M. Frisch
Assistant Attorney General

STATE OF MINNESOTA
DEPARTMENT OF STATE
F I L E D
MAY 6 - 1953
Mrs. Mike Holm
Secretary of State

File # 3111

1936

ARTICLES OF AMENDMENT

The undersigned, the President and Secretary of Skyline Cooperative Association, Inc., a Minnesota corporation, hereby certify that at a meeting of the Board of Directors of said corporation held December 12, 1955, the Board of Directors unanimously approved the following Resolution:

"Resolved, that a special meeting of the membership be called on January 12, 1956, to determine whether or not Article IX of the Articles of Incorporation of the Skyline Cooperative Association, Inc., shall be amended to read as follows:

'The management of this Corporation shall be vested in a board of seven directors who shall be members of the Association and shall be elected by the members at the annual meeting for such terms and in such manner as the By-Laws may provide.'

Be it further resolved that, in the event the foregoing amendment is adopted, the following amendment to paragraph 2 of By-Law IV, of the By-Laws of the Skyline Cooperative Association, Inc. be similarly proposed:

'Directors shall be elected by the annual meeting as their terms expire, for terms of three years. The terms of Directors chosen by a special meeting to fill vacancies created by the enlargement of the Board shall expire at the third annual meeting following their election.'

That thereafter on December 23, 1955, a notice of the special meeting to be held January 12, 1956, was mailed to all members of the Cooperative according to the last available corporate records. That this notice set forth the text of the Resolution heretofore given and the time, place, and purpose of the meeting. That accompanying said notice was a ballot in the form prescribed by the Board of Directors for voting upon the amendment by mail.

That on January 12, 1956, a special meeting of the corporation was held pursuant to this notice, a quorum of the membership then being present. That the following Resolution was adopted by the unanimous vote of those present and voting by mail:

"Resolved that Article IV of the Articles of Incorporation of Skyline Cooperative Association, Inc., shall be amended to read as follows:

'The management of this Corporation shall be vested in a board of seven directors who shall be members of the Association and shall be elected by the members at the annual meeting for such terms and in such manner as the By-Laws may provide.'

Be it further resolved that Paragraph 2 of By-Law No. IV of the By-Laws of the Skyline Cooperative Association, Inc., be amended to read as follows:

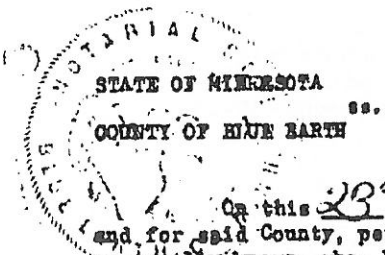
'Directors shall be elected by the annual meeting as their terms expire, for terms of three years. The terms of Directors chosen by a special meeting to fill vacancies created by the enlargement of the Board shall expire at the third annual meeting following their election.'

In witnesseth whereof we hereunto set our hands this 29th day of January, 1956.

IN PRESENCE OF:

Ray W. Willard
Martha Berglund

Ray W. Willard
Ray W. Willard, President
Kelton Gage
Kelton Gage, Secretary



STATE OF MINNESOTA
ss.
COUNTY OF HENNEPIN

On this 29th day of January, 1956, before me a Notary Public within and for said County, personally appeared Ray W. Willard and Kelton Gage, to me personally known, who, being each by me duly sworn, did say that they are respectively the President and the Secretary of the Skyline Cooperative Association, Inc., and that the foregoing Articles of Amendment were signed and sealed by them as officers of said corporation by the majority of it's membership, and they acknowledged the foregoing Articles of Amendment to be their free act and deed and the free act and deed of said corporation.

Ray W. Willard
Notary Public for Hennepin Co. Minn.
My Comm. Expires Jan. 13, 1958

STATE OF MINNESOTA
DEPARTMENT OF STATE
RECORDED
FEB 1 - 1956
Joseph L. Johnson
Secretary of State

APPROVED AS TO FORM AND CONTENT
JAN 25 1956
FILED
By Joseph L. Johnson
SECRETARY OF STATE

COOP # 3111

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF THE
SKYLINE COOPERATIVE ASSOCIATION, INC.

The Articles of Incorporation of the Skyline Cooperative Association, Inc., hereinafter designated, shall be amended to read as follows:

ARTICLE II.

This corporation is organized for the purpose of providing such services and facilities as its members may deem necessary for the improvement of community conditions in the Village of Skyline, Minnesota, and surrounding territories. The services and facilities which this corporation may provide include but are not limited to improvement of streets, fire protection, sewage disposal, and other services which the Village of Skyline would ordinarily provide.

ARTICLE V.

Membership in this corporation shall be open to all persons owning real estate in or near the Village of Skyline, Minnesota. As a prerequisite to such membership, each member shall agree that his successors in ownership shall become members of the corporation, which requirement shall be incorporated into the instrument of conveyance by which the member passes title to his successor, in such manner as to become a covenant running with the land. A member owning more than one lot shall remain a member while he disposes of such lots, and each transferee of one or more lots shall become a member, but when the last such ownership is transferred, the membership of the transferrer shall automatically pass to the successor in the last ownership. Membership herein shall be evidenced by a written certificate and membership shall

be transferable only with the approval of the Association's Board of Directors, but membership herein may not be denied any eligible lot owner. Membership herein may not be terminated in any way except as provided in this paragraph.

ARTICLE VI.

Each member of this corporation covenants and agrees:

(a.) All members of this corporation shall pay a flat annual charge as determined by the corporation's directors in order to provide funds for the operation of the corporation, and such charges shall be paid without regard to whether or not members real estate is actually receiving services from the corporation.

(b.) Should the corporation decide to acquire facilities or a physical plant for furtherance of its authorized purposes, assessments therefor may be imposed upon the membership by an annual meeting of the corporation, or a special meeting called for that purpose.

(c.) Each member agrees to pay all charges and assessments imposed by this corporation and agrees that all delinquent charges and assessments shall become a specific lien upon all real estate owned by the member in areas served by this corporation. This lien shall be enforceable by foreclosure as provided by law. All services of this corporation shall be suspended until the delinquencies are paid. The Board of Directors may extend the services of this corporation, and membership therein, to all persons owning real estate in and about Skyline Village, but may in their discretion require the payment of a fee not exceeding the charges paid by existing members for facilities acquired by the corporation in the past.

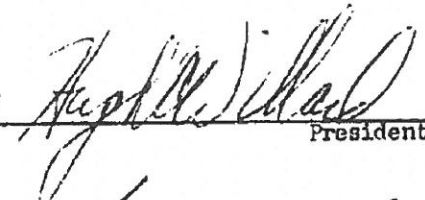
ARTICLE X.

The annual meeting of the corporation shall be held at any place within the Mankato area designated by the Board of Directors at such time as the Board of Directors may designate. Notice of the time and place of such meeting shall be given as required by the law. The quorum necessary to transact business at any regular or special member-

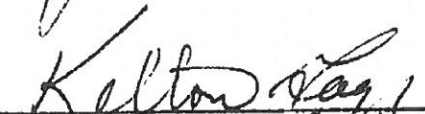
ship meeting shall be ten per cent of the total number of members of the corporation.

The undersigned, being respectively the President and the Secretary of the Skyline Cooperative Association, Inc., hereby certify that the foregoing amendments to the Articles of Incorporation of said corporation were duly proposed by the corporation's board of directors at its meeting held on October 9, 1957. That on November 11, 1957, copies of the board of directors' resolution proposing such amendments were annexed to the notice of the annual meeting of the corporation to be held on December 2, 1957, and were mailed to each member of the corporation on that date, addressed according to the last available corporate records. That a quorum of the corporation's members was present at the meeting held December 2, 1957. That at that time the foregoing amendments were unanimously adopted.

Dated this 9th day of December, 1957.




President

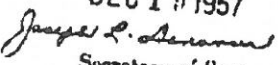


Secretary

Pursuant to Minnesota Statutes 308.15, the foregoing Articles of Amendment to the Articles of Incorporation of Skyline Cooperative Association, Inc. are approved this 13 day of December, 1957.



MILES LORU
Attorney-General
State of Minnesota

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
DEC 19 1957

Secretary of State

COOP
3111



MINNESOTA SECRETARY OF STATE
AMENDMENT OF ARTICLES OF INCORPORATION

3766

BEFORE COMPLETING THIS FORM, PLEASE READ INSTRUCTIONS LISTED BELOW.

CORPORATE NAME:(List the name of the company prior to any desired name change)

Skyline Cooperative Association, Inc.

This amendment is effective on the day it is filed with the Secretary of State, unless you indicate an _____ date, no later than 30 days after filing with the Secretary of State.

The following amendment(s) of articles regulating the above corporation were adopted: (Insert full text of newly amended article(s) indicating which article(s) is (are) being amended or added.) If the full text of the amendment will not fit in the space provided, attach additional numbered pages. (Total number of pages including this form 6)

ARTICLE XIII

See Exhibit "A" attached hereto and incorporated herein reference.

This amendment has been approved pursuant to Minnesota Statutes chapter 302A or 317A. I certify that I am authorized to execute this amendment and I further certify that I understand that by signing this amendment, I am subject to the penalties of perjury as set forth in section 609.48 as if I had signed this amendment under oath.

[Signature]
President (Signature of Authorized Person) Skyline Cooperative Association, Inc.

INSTRUCTIONS	FOR OFFICE USE ONLY
1. Type or print with black ink. 2. A Filing Fee of: \$35.00, made payable to the Secretary of State. 3. Return completed forms to: Secretary of State 180 State Office Building 100 Constitution Ave. St. Paul, MN 55155-1299 (612)296-2803	

3767

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF THE SKYLINE COOPERATIVE ASSOCIATION, INC.

The Articles of Incorporation of the Skyline Cooperative Association, Inc., herein after designated, shall be amended to read as follows:

ARTICLE XIII.

Section 1: Introduction.

It is in the best interest of the members of the Association, in order to protect their health, safety, welfare, and protect land values for the Association to control the accumulation of garbage, refuse, debris and other materials on yards of members of the Skyline Cooperative Association, Inc. It is the purpose and intention of this amendment to protect appearance, character and stability of the properties within the Skyline Cooperative Association, Inc. The members of this corporation covenant and agree to comply with the following:

Section 2: Exterior Property Areas.

- a. All exterior lot areas and vacant lot areas shall be maintained in a reasonably neat, clean, orderly and sanitary condition, safe and free from any hazard or dangerous condition, and free from any accumulation refuse, debris or garbage.
- b. All exterior lot areas and vacant lot areas shall be kept free from species of weeds or plant growth, rodents, vermin, or other pests, which are noxious or detrimental to the public health.
- c. The keeping or storage of junk motor vehicle(s) on any lot is prohibited. The term "junk motor vehicle(s)" shall include, motorcycles(s), snowmobiles(s), and any motor vehicle, part of a motor vehicle, or former motor vehicle, stored in the open, which is not currently licensed for use in the State of Minnesota or elsewhere, and is either: (1) unusable or inoperable because of lack of or defects in component parts; or (2) unusable or inoperable because of damage from collision, deterioration, or having been partially dismantled; or (3) beyond repair and therefore not intended for future use as a motor vehicle; or (4) being retained on the property for possible use of salvageable parts.
- d. Motor vehicles that are licensed and operational for the use upon the highways of the State of Minnesota shall not be parked on the lawn area of any lot other than immediately adjacent to driveway or garage areas for more than ten (10)

consecutive days per month and not more than thirty (30) days per year.

- e. All exterior lot areas shall be kept free from indoor furniture, household furnishings or appliances, or parts of components thereof, or discarded or unused machinery, refuse, or other material.
- f. All exterior lot areas shall be kept free from garbage and dumpsters. Dumpsters which are used as part of construction, remodeling, or repair to the dwelling, are exempted provided work is continuing. All dumpsters shall be removed within five days of the completion of work.

Section 3. Fuel Wood Storage and Lumber.

- a. Outside fuel wood shall not be stored in the front yard of any lot. In addition, on a corner lot, outside fuel wood shall not be stored on the side yard and back yard abutting a street or avenue unless such fuel wood is set back from the street or avenue the distance that the house or garage is set back from the street.
- b. Fuel wood shall not encroach upon rights of way, other landowners property or streets.
- c. Each lot is limited to one outside fuel wood and lumber pile and the pile shall not exceed four feet in height and shall not exceed 10 feet x 10 feet in size. Lumber being used for construction or repair in process is exempted herefrom but must be removed within thirty (30) days after the completion of the project.
- d. The outside fuel wood and lumber pile shall be neat in appearance, free from unreasonable infestation of rodents or other pests, and shall be securely piled in a safe manner so as to prevent collapse or falling over.

Section 4. Exterior Structures.

- a. The exterior of all structures, including detached garages, shall be maintained in a good state of repair and maintenance.
- b. Every exterior wall shall be free of rust, holes, breaks, loose or rotting boards or timbers, falling or loose siding or substantial amounts of peeling paint.
- c. All doors and windows shall be maintained in good repair, fit reasonably well within their frames, and be free of open breaks or holes.

Section 5. Interior Areas of Structures, Including Residential Dwellings.

- a. The interior of every structure shall be maintained in a reasonably clean and sanitary condition, free of accumulations of garbage, debris or refuse.
- b. The interior of every structure shall be maintained free from infestation of insects, rodents and other pests.
- c. All plumbing systems and private sewer systems shall be properly installed, connected, and maintained in good working order, and must be kept free from obstructions, leaks, and defects.

Section 6. Enforcement.

The Executive Board of Directors of the Skyline Cooperative Association, Inc., shall be responsible for enforcement and compliance. Said officers, together with the Skyline City Health Inspector(s), shall have the power to inspect private premises and take all reasonable precautions to prevent the commission and continuance of conditions in violation of this Article.

The officers, or their designated representative shall, with the permission of the member, be authorized to inspect any vacant lot areas and the exterior lot areas of any premises, and the interior areas of structures at any reasonable time. If the member, or person in possession of the structure, shall refuse to consent to the inspection, and there is a reasonable belief that a violation exists on the premises, a legal action may be brought to compel compliance.

Section 7. Notice and Procedure.

- a. **Notice.** Written notice of non-compliance shall be served on the member of record and/or occupant of the premises either in person or by certified mail, return receipt requested. If the property is not occupied, the member is unknown, or the member or occupant refuses to accept notice of non-compliance, notice of non-compliance shall be served by posting it on the property in a conspicuous location. Notice shall specify the steps to be taken to bring the lot into compliance and the time, not exceeding thirty (30) days, within which the condition(s) is to be eliminated. If the notice is not complied with within the time specified, thereafter, the Executive Board of Directors may, after notice to the member and/or occupant and an opportunity to be heard, take unilateral action for bringing the property into compliance. The notice shall be served in the same manner set forth above, and shall be given at least five days before the date stated

in the notice when the Executive Board of Directors will consider the matter.

- b. Emergency procedure and summary compliance. (i) In cases of emergency, where delay to complete the notice and procedure requirements set forth above will permit a continuing serious non-compliance condition which endangers public health, safety or welfare, the Skyline Cooperative Association, Inc., Executive Board of Directors may order summary compliance. To proceed with summary compliance, the Board shall determine that a serious non-complying condition exists or is being maintained on a members lot in the Association and that any delay will unreasonably endanger public health, safety or welfare. The Board shall notify, in writing, the member or lot occupant of the nature of the non-compliance and of the Association's intention to seek summary compliance and the time and place of the Skyline Cooperative Association, Inc., Executive Board of Directors special meeting to consider the question of summary compliance. The Executive Board of Directors shall determine whether or not the condition identified in the notice to the owner or occupant is serious, whether public health, safety or welfare will be endangered by delay required to complete the procedure set forth herein, and may order that such serious condition be immediately corrected or eliminated. If the non-complying condition is not immediately corrected, terminated or eliminated, by the member or lot occupant, the Executive Board of Directors may take immediate action and correct, terminate or eliminate the condition.

(ii) Nothing herein shall prevent the Executive Board of Directors, without notice or other process, from immediately correcting, terminating or eliminating any condition which poses an imminent and serious hazard to human life or safety.

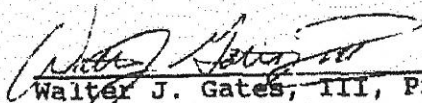
Section 8. Recovery of Cost of Compliance.

Personal liability. Any member's property on which a non-complying condition has been eliminated by action by the Executive Board of Directors shall be personally liable for costs to the Association for the correction, termination or elimination, including, but not limited to, actual clean-up costs, administrative costs, expenses, and attorney fees actually incurred. As soon as the work has been completed and all costs determined, the Association Treasurer shall prepare a bill for the total amount and mail it to the member by United States mail, first-class, postage prepaid and properly addressed. Thereupon, the amount shall become immediately due and payable to the Association. If the bill is not paid within thirty (30) days, the amount thereof shall become a specific lien against the lot and the lien may be foreclosed according to law. As an additional method to recover the total costs, the Association may suspend water service to the lot until the total costs are paid.

CERTIFICATE

The undersigned, being the President of the Skyline Cooperative Association, Inc., hereby certifies that the foregoing Amendment to the Articles of Incorporation of said corporation were duly proposed by the corporation's Board of Directors at its meeting held on December 22, 1994. On January 18, 1995, a copy of the proposed amendment approved at the Board of Directors meeting was annexed to the Notice of the Recessed 1994 Annual Meeting and Special Meeting of Skyline Cooperative Association, Inc., to be held on February 6, 1995, and were mailed to each member of the corporation on that date, addressed according to the last available corporate records. That a quorum of the corporation's members was registered at the meeting held February 6, 1995. That at that time a unanimous vote was cast adopting the approved amendment.

Dated this 10th day of February, 1995.



Walter J. Gates, III, President
Skyline Cooperative Association, Inc.

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
FEB 14 1995

John Andrew Stone
Secretary of State

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