

EXHIBIT “D”
ARTICLES OF INCORPORATION OF
121 ON MAIN CONDOMINIUM OWNERS ASSOCIATION

The undersigned, acting as incorporator of a corporation pursuant to the provision of the Iowa Nonprofit Corporation Act under Chapter 504 of the 2013 Code of Iowa, as amended, adopts the following Articles of Incorporation for such corporation:

ARTICLE I
Name and Principal Office

The corporation shall be known as 121 on Main Condominium Owners Association and its principal office shall be located in Johnson County, Iowa.

ARTICLE II
Corporate Existence

The corporate existence of this corporation shall begin upon the date these Articles are filed with the Secretary of State and the period of its duration is perpetual.

ARTICLE III
Purposes and Powers

A. The purpose and objective of the corporation is to provide an entity to conduct the business and affairs of, and to act as or for, the co-owners of that certain horizontal property regime (condominium) created and submitted pursuant to the provision of Chapter 499B of the 2013 Code of Iowa, as amended, known as 121 on Main Condominium Owners Association and to be located on all or certain portions of real estate situated in Solon, Johnson County, Iowa.

The corporation shall have all powers and purposes granted or implied to a council of co-owners under the provision of Chapter 499B of the 2013 Code of Iowa, as amended, and as are granted or implied by the Declaration of Condominium establishing said condominium regime, and all of such powers shall likewise constitute lawful purposes of the corporation.

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

C. The corporation shall, additionally, have unlimited power to engage in, and to do, any lawful act concerning any or all lawful business for which corporations may be organized under the Iowa Nonprofit Corporation Act.

ARTICLE IV
Registered Office and Agent

The address of the initial registered office of the corporation is 568 Highway 1 West, Iowa City, IA 52246, and the name of its initial registered agent at such address is James D. Houghton.

ARTICLE V
Board of Directors

The number of directors constituting the initial Board of Directors of the corporation is two (2), and the names and addresses of the person who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Mark Pattison	206 E Main Street Solon, Iowa 52333
Brad Randall	100 4 th Avenue SW Unit #204 Cedar Rapids, Iowa 52404

The initial Board of Directors shall be subject to removal only by Mark Pattison or Brad Randall, or until their term expires as provided in the Bylaws, but thereafter a director may be removed from office at a special meeting of the members of the corporation in such manner as may be provided by the Bylaws.

ARTICLE VI
Bylaws

The initial Bylaws of the corporation shall be adopted by its initial Board of Directors, but the power to thereafter alter, amend or repeal the same or adopt new Bylaws is reserved to the members of the corporation.

ARTICLE VII
Members and Voting

Persons or entities owning condominium units submitted to the regime shall be the members of the corporation, all of which and the rights and obligations thereof shall be governed by the provisions of the Bylaws. The voting rights of the members shall be fixed, limited, enlarged or denied to the extent specified by the Bylaws.

ARTICLE VIII
Distribution of Assets Upon Dissolution

In the event of dissolution, assets, if any remain, shall be distributed to the members in accordance with their proportionate share of ownership in the association, as determined by the Covenants and Bylaws.

ARTICLE IX
Amendment

Any purported amendment to these Articles of Incorporation in conflict with or contrary to the provisions of the Declaration of Condominium, including supplements and amendments thereto which submit lands and units to the regime, shall be void and of no force and effect.

ARTICLE X
Incorporators

The name and address of the incorporator is HPR Investments, LLC, c/o James H. Martinek, 604 S. Market, Solon, IA 52333.

DATED this ____ day of December, 2017.

HPR Investments, LLC

By: _____
Mark Pattison, Member/Manager

By: _____
Brad Randall, Member/Manager

STATE OF IOWA, COUNTY OF JOHNSON, SS:

This instrument acknowledged before me this ____ day of December, 2017, by
_____ Mark Pattison as Member and Manager of HPR Investments, LLC.

Notary Public in and for the State of Iowa

STATE OF IOWA, COUNTY OF JOHNSON, SS:

This instrument acknowledged before me this ____ day of December, 2017, by
_____ Brad Randall as Member and Manager of HPR Investments, LLC.

Notary Public in and for the State of Iowa