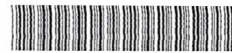


Coop - OR



19161410002

**ARTICLES OF INCORPORATION**  
**OF**  
**HICKORY LAKE CAMPGROUND COOPERATIVE ASSOCIATION**

The undersigned, being a natural person of full age, for the purpose of forming a cooperative under Minnesota Statutes 308A, hereby adopts the following Articles of Incorporation:

ARTICLE I.

Name: The name of this cooperative is: Hickory Lake Campground Cooperative Association.

ARTICLE II.

Registered Office: The post office address of the registered office of the corporation in Minnesota shall be: 29510 U.S. Hwy 169, Aitkin, MN 56431.

ARTICLE III.

Authorized Shares: The aggregate number of shares of stock that this corporation shall have authority to issue is: 100

ARTICLE IV.

Incorporators: The name and address of the incorporator is: Scott Tonneson, 937 Selby Ave., St. Paul, MN 55104.

ARTICLE V.

The purpose of this cooperative is to manage a common interest community known as the Hickory Lake Campground Cooperative. The real estate that is a part of the cooperative is the principal place of business for the cooperative and is located at the following address: 29510 U.S. Highway 169, Aitkin, MN 56431.

The period of duration for the cooperative is perpetual.

ARTICLE VI.

The classes of shares for the cooperative as follows: A single class. All shares are of equal status.

ARTICLE VII.

The individuals owning common stock shall each be restricted to one vote in the affairs of the cooperative.

ARTICLE VIII.

The shares of stock of the cooperative are transferrable only with the approval of the association board.

ARTICLE IX.

Dividends on the capital stock and nonstock units of equity of the cooperative may not exceed eight percent (8%) annually.

ARTICLE X.

The names, post office addresses and terms of office of the directors of the first board are as follows:

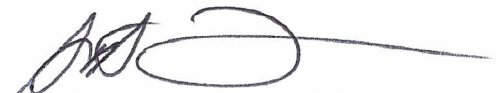
Scott Tonneson, 937 Selby Avenue, St. Paul, MN 55104, Term = 3 years;

Jennifer Thorson, 937 Selby Avenue, St. Paul, MN 55104, Term = 3 years;

Doug Thorson, 909 East Mount Faith, Fergus Falls, MN 56537, Term = 1 year.

ARTICLE XI.

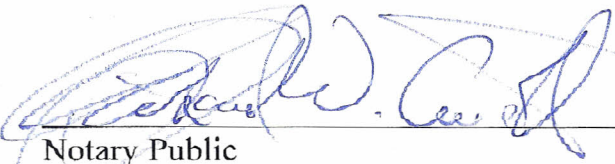
The net income in excess of dividends in additions to reserves shall be distributed on the basis of patronage, and the records of the cooperative may show the interest of patrons, stock holders of any classes and members in the reserves.


  
\_\_\_\_\_  
Scott Tonneson

STATE OF MINNESOTA        )  
  ) ss.  
COUNTY OF MILLE LACS    )

The foregoing instrument was acknowledged before me this 23<sup>rd</sup> day of June, 2006, by Scott Tonneson.



  
\_\_\_\_\_  
Notary Public

STATE OF MINNESOTA  
DEPARTMENT OF STATE  
FILED  
JUN 29 2006  
  
Secretary of State