

State of Wisconsin—Office of the Secretary of State

VOL 860 PAGE 2

To All to Whom These Presents Shall Come, Greeting:

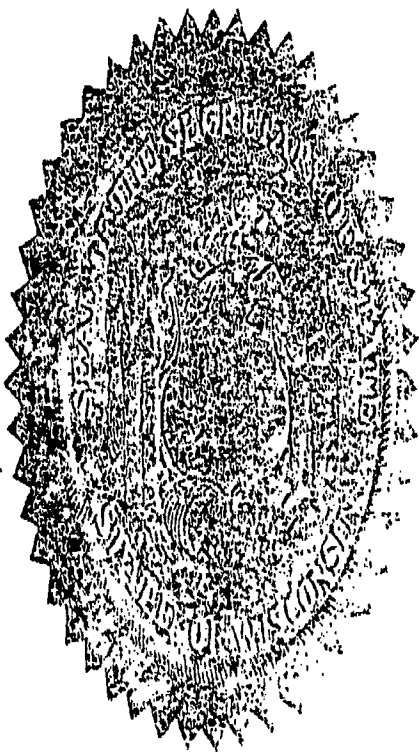
The undersigned, as Secretary of State of the State of Wisconsin, certifies that

(x) Articles of Incorporation () Amendment to Articles of Incorporation () Statement of Intent to Dissolve
() Articles of Dissolution () Articles of Merger () Name reservation
() Articles of Consolidation () Restated Articles () Change of Registered Office and/or Agent OF
LAKWOOD GARDENS ASSOCIATION, INC.

of which the attached is a duplicate, was on the date hereof, accepted and filed in my office.

In Testimony Whereof, I have hereunto set my hand and
affixed my official seal at the Capitol, in the City of Madison,
on

SEP 16 1977



Douglas LaFollette
DOUGLAS LAFOLLETTE
Secretary of State

THIS MUST BE RECORDED WITH THE REGISTER OF DEEDS

ARTICLES OF INCORPORATION
OF
LAKEWOOD GARDENS ASSOCIATION, INC.
A Non-Profit Corporation

WE, the undersigned, for the purpose of forming a non-stock, non-profit corporation in accordance with the laws of the State of Wisconsin, acknowledge and file these Articles of Incorporation in the Office of the Secretary of State of Wisconsin.

ARTICLE I

NAME

The name of this corporation shall be LAKEWOOD GARDENS ASSOCIATION, INC., hereinafter referred to as "Association".

ARTICLE II

PURPOSES AND POWERS

The purposes for which this corporation is formed are as follows:

- A. To form an "Association of Unit Owners" as defined in Chapter 703, Statutes of the State of Wisconsin, ("Unit Ownership Act") and as such to establish and collect Assessments from the Unit Owners and members of said Association ("Members") for the purpose of operating, maintaining, repairing, improving, re-constructing and administering the Property of, and to perform the Acts and duties desirable for the management of the Units and Common Areas and Facilities ("Common Areas").
- B. To carry out the duties and obligations and receive the benefits given the Association by the Declaration of Condominium ("Declaration").
- C. To establish By-Laws for the operation of the Property, provide for the administration of the Association and rules and regulations for governing the same, and enforce the provisions of the Unit Ownership Act, the Declaration, these Articles of Incorporation, and the By-Laws of the Association.
- D. To contract for the management of the Condominium and to delegate to the party with whom such

contract has been executed the appropriate powers and duties of the association except those which require specific action by or approval of the Board of Directors or Members.

To accomplish the foregoing purposes, the Association shall have all common law and statutory corporate powers under the laws of Wisconsin, and those powers provided by the Unit Ownership Act and the Declaration, with the exception that so long as there is an underlying first mortgage outstanding on Lakewood Gardens Condominium Homes, the initial By-Laws may not be thereafter amended without the written approval of the first mortgagee.

ARTICLE III

MEMBERS

Section 1. All Unit Owners in the Condominium shall automatically be members of the Association and their memberships shall automatically terminate when they sell their Units. If a Member sells his Unit under the provisions of the Declaration, his purchaser will automatically acquire membership in the Association. Membership certificates are not required and will not be issued.

Section 2. Each Unit shall have one vote in all elections and affairs of the Association. If the Unit is owned by more than one person the vote attributable to that Unit shall not be counted if the owners are not unanimous. There shall be no fractional vote. A corporation or individual owning an interest in more than one Unit may be designated as the voting Member for each Unit in which it or he owns an interest.

Section 3. The share of a Member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his Unit.

Section 4. Members shall have the additional rights and obligations as provided by the By-Laws herein.

ARTICLE IV

EXISTENCE

This Association shall have perpetual existence.

ARTICLE V
INCORPORATOR

The name and address of the incorporator to the Articles is as follows:

Gilbert L. Docken

3 Lakewood Gardens Lane
Madison, Wisconsin 53703

ARTICLE VI
DIRECTORS

Section 1. The affairs and property of the Association shall be managed and governed by a Board of Directors composed of not less than three (3) nor more than nine (9) persons. The first Board of Directors shall have three (3) members and in the future, the number will be determined from time to time in accordance with the Corporation's By-Laws.

Section 2. Directors shall be elected by the Members in accordance with the By-Laws at the regular annual meetings of the membership of the Association. Directors shall be elected to serve for a term of one year and in the event of a vacancy, the remaining directors may appoint a director to serve the balance of said unexpired term. The directors named in Article VII shall serve until the first election of directors and any vacancies in their number occurring before the first election shall be filled by the remaining directors. The first election of directors shall not be held until such time as one hundred percent (100%) of the units are sold or until such time as the Declarant relinquishes his powers, rights, duties and functions after the sale of fifty percent (50%) of the units, as provided in the Declaration of Condominium.

Section 3. All officers shall be elected by the Board of Directors in accordance with the By-Laws at the regular annual meeting of the Board as established by the By-Laws. The Board of

Directors shall elect from among the Members a President, Vice-President, Secretary, Treasurer and such other officers as it shall deem desirable.

ARTICLE VII
FIRST BOARD OF DIRECTORS

The following persons shall constitute the first Board of Directors and shall hold office and serve until their successors are elected as provided in Article VI:

<u>Name</u>	<u>Address</u>
Gilbert L. Docken	3 Lakewood Gardens Lane Madison, Wisconsin 53703
Harvey Wendel	222 West Washington Madison, Wisconsin 53703
Barbara Phelps	110 South Lakewood Gardens Ln. Madison, Wisconsin 53704

ARTICLE VIII
REGISTERED AGENT & PRINCIPAL OFFICE

Section 1. The principal office of the corporation shall be 3 Lakewood Gardens Lane, Madison, Wisconsin 53704.

Section 2. The initial registered agent of the corporation shall be Gilbert L. Docken.

Section 3. The address of the initial registered agent of the corporation shall be 3 Lakewood Gardens Lane, Madison, Wisconsin 53703.

ARTICLE IX
BY-LAWS

The By-Laws of this corporation shall be adopted by the first Board of Directors and attached to the Declaration to be filed with the Register of Deeds of Dane County, Wisconsin. The

By-Laws may be altered, amended or rescinded in the manner provided by said By-Laws. The By-Laws shall govern the administration of every property of the Condominium.

ARTICLE X

AMENDMENTS

Section 1. Proposals for amendments to these Articles of Incorporation which do not conflict with the Unit Ownership Act or the Declaration of Condominium may be made by a majority of the Board of Directors or a majority of the Members. Such proposals shall be in writing and shall be delivered to the President who shall thereupon call a special meeting of the Members not less than ten (10) days nor more than sixty (60) days following his receipt of the proposed amendment. Notice of such special meeting shall be given in the manner provided in the By-Laws. An affirmative vote of sixty-six and two-thirds percent (66 2/3%) of the Board of Directors and sixty-six and two-thirds percent (66 2/3%) of all votes entitled to be cast by members shall be required for approval of the proposed amendment.

Section 2. Any Member may waive any or all of the requirements of this Article as to the submission of proposed amendments to these Articles of Incorporation to the President or notice of special meetings to vote thereon, either before, at or after a membership meeting at which a vote is taken to amend these Articles.

ARTICLE XI

INDEMNIFICATION

Every director and officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon him, in connection with any proceedings or any settlement thereof, to

which he may be a party, or in which he may become involved by reason of his being or having been a director or officer of the Association, whether or not he is a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approved such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE XII

EFFECTIVE DATE OF POWERS HEREIN ESTABLISHED
SUBJECT TO DECLARATION

The powers, rights, duties and functions of the Board of Directors and Association herein established shall be exercised by the Board of Directors under the direction of the Declarant or its successors or assigns, as provided for in the Declaration of LAKEWOOD GARDENS CONDOMINIUM HOMES, until such time as the Declarant shall have consummated the sale of units aggregating one hundred percent (100%) of all Unit Ownership or until such time as Declarant may relinquish such said powers, rights, duties and functions after consummating the sale of units aggregating fifty percent (50%) of all Unit Ownerships; provided, however, the Declarant must relinquish such powers, rights and functions eighteen (18) months after the filing of the Declaration.

INDEXED

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Office of Register of Deeds)
Dane County, Wisconsin) ss

Received for Record ... Sept 16
1977 ... at 2:25 ... o'clock ... M.
and recorded in vol. ... 860 ...
of ... Records ... on page ... 2 ...
...
Register

Atty Frederic E. Mohs
20 N. Carroll
Madison, WI 53703
Pd 9.00