

TABLE OF CONTENTS
TO
ARTICLES OF INCORPORATION OF
MOUNTAIN BAY CONDOMINIUM

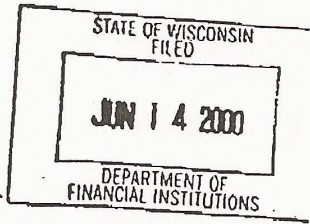
1. Article I : Name
2. Article II: Period of Existence
3. Article III: Purposes
4. Article IV: Powers
5. Article V: Members and Voting
6. Article VI: Registered Agent and Principle Office
7. Article VII: Directors
8. Article VIII: Incorporator
9. Article IX: Amendments
10. Article X: Stock Dividends and Dissolution

DEPT OF
FINANCIAL INSTITUTIONS
STATE OF WISCONSIN

2000 JUN -8 AM 8:00

ARTICLES OF INCORPORATION OF

MOUNTAIN BAY CONDOMINIUM ASSOCIATION, INC.



These Articles of Incorporation are executed by the undersigned for the purpose of forming a Wisconsin non-stock, non-profit corporation under Chapter 181 of the Wisconsin Statutes.

ARTICLE I

NAME

The name of the corporation is Mountain Bay Condominium Association, Inc.

ARTICLE II

PERIOD OF EXISTENCE

The period of existence of the corporation shall be perpetual.

ARTICLE III

PURPOSES

The purposes for which the corporation is organized are as follows:

- (a) To serve as an association of unit owners who own real estate and improvements under the condominium form of use and ownership as provided in Chapter 703 of the Wisconsin Statutes, commonly known as the Condominium Ownership Act, as amended from time to time, and subject to the terms and conditions of the Declaration of Condominium ("Declaration") of Mountain Bay Condominium ("Condominium") as recorded in the office of the Register of Deeds for Brown County, Wisconsin;

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(b) To provide for the administration, maintenance, preservation and control of the Condominium in accordance with and in furtherance of the Declaration; and

(c) To engage in any lawful activity within the purpose for which a non-stock, non-profit corporation may be organized under Chapter 181 of the Wisconsin Statutes, subject to the Condominium Ownership Act and the Declaration.

ARTICLE IV

POWERS

The corporation shall have all of the powers enumerated in the Wisconsin Non-Stock Corporation Law, to the extent not inconsistent with the Wisconsin Condominium Ownership Act, the Declaration and the By-Laws of the corporation, including without limitation, the following:

(a) To exercise exclusive management and control of the common elements described in the Declaration;

(b) To operate, repair, replace, reconstruct, protect, maintain and/or make additions to the common elements as described in the Declaration;

(c) To purchase, lease or otherwise acquire units on behalf of all the unit owners and to sell, lease, mortgage, vote the votes appurtenant to, and otherwise deal with said units so acquired on behalf of all the unit owners;

(d) To hire, engage or employ and discharge such persons or entities as it may deem necessary or advisable to assist in the management of its affairs and the maintenance and operation of the Condominium;

(e) To determine, levy and collect assessments against the unit owners and use the proceeds thereof in the exercise of its powers and duties, including without limitation, the payment of operating expenses of the corporation and the common expenses relating to the maintenance, repair, replacement, reconstruction, operation and protection of the common elements described in the Declaration;

(f) To purchase insurance on the Condominium and insurance for the benefit of the corporation and its members;

(g) To adopt and amend rules and regulations governing the use and operation of the Condominium;

(h) To enforce by legal means the provisions of the Wisconsin Condominium Ownership Act, the Declaration, the By-Laws of the corporation and any rules and regulations governing the use and operation of the Condominium;

(i) To establish and maintain one or more accounts for deposit and withdrawal of the funds of the corporation; and

(j) To do all things necessary or convenient to effectuate the purposes of the corporation.

ARTICLE VMEMBERS AND VOTING

The record owner of the fee title to any unit and an undivided interest in the common elements, as defined in the Declaration, shall automatically, upon becoming such owner, be a member of the corporation, and shall remain a member thereof until such time as his ownership ceases for any reason, at which time his membership in the corporation shall automatically cease. The respective rights and qualifications of each of the members of this corporation are set forth in the By-Laws of this corporation.

ARTICLE VIREGISTERED AGENT AND PRINCIPAL OFFICE

The name and address of the registered agent is Wade T. Micoley, 1249 Russett Court, Green Bay, Wisconsin, 54313. The mailing address of the principal office is 1249 Russett Court, Green Bay, Wisconsin 54313, which is located in Brown County, Wisconsin.

ARTICLE VIIDIRECTORS

The number of directors of this corporation shall be fixed in the By-Laws but in no event shall be less than five (5). The manner in which the directors shall be elected, appointed or removed shall be provided in the Declaration and By-Laws of the corporation.

The number of directors constituting the initial Board of Directors shall be two (2), constituting the initial Board and the names and addresses of the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Wade T. Micoley	1249 Russett Court Green Bay, WI 54313
Dennis Detrie	1249 Russett Court Green Bay, WI 54313

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Wade T. Micoley	1249 Russett Court Green Bay, WI 54313

ARTICLE IX

AMENDMENTS

Amendment of these Articles of Incorporation shall require the assent of seventy-five percent (75%) of the entire membership of the corporation.

ARTICLE X

STOCK, DIVIDENDS AND DISSOLUTION

The corporation shall not have or issue shares of stock. No dividend shall ever be paid and no part of the assets or surplus of the corporation shall be distributed to its members, directors or officers. The corporation may pay compensation in reasonable amounts to employees, members, directors or officers for services

rendered, and may confer benefits upon its members in conformity with its purposes.

Executed on this 5 day of June, 2000.

Wade T. Micoley
Incorporator - Wade T. Micoley

STATE OF WISCONSIN)
)ss.
COUNTY OF BROWN)

Personally came before me this 5 day of June, 2000, the above-named Wade T. Micoley, to me known to be the person whose name is subscribed to the foregoing Articles of Incorporation, and acknowledged that he/she executed the same for the purpose therein contained.

Anna R. Mielke
Notary Public, State of Wisconsin
My Commission: 7/2/00

This document was drafted by and should be returned to:
Attorney John H. Heide
Everson, Whitney, Everson
& Brehm, S.C.
P. O. Box 22248
Green Bay, WI 54305-2248
PCB:ams308

THIS DOCUMENT TO BE RECORDED IN BROWN COUNTY, WISCONSIN