

CAMELOT TRAILS CONDOMINIUM CORPORATION

DISCLOSURE MATERIALS

SECTION D

ARTICLES OF INCORPORATION

ARTICLES OF INCORPORATION
OF
CAMELOT TRAILS CONDOMINIUM CORP.
(A Nonstock, Nonprofit Corporation)

I, the undersigned, being a natural person over the age of 21 years and acting as incorporator of a nonstock, nonprofit corporation under the provisions of The Wisconsin Nonstock Corporation Law, Chapter 181 of the Wisconsin Statutes, do hereby adopt the following as the Articles of Incorporation of such corporation:

ARTICLE I

Name

The name of the Corporation shall be CAMELOT TRAILS CONDOMINIUM CORP.

ARTICLE II

Period of Existence

The period of existence of the Corporation shall be perpetual.

ARTICLE III

Purposes

Purposes for which this Corporation is organized are as follows:

(a) To serve as an association of unit owners under the Wisconsin Unit Ownership Act who own certain property located in the City of Oak Creek, Milwaukee County, State of Wisconsin (the "Property") subject to the terms and conditions of the Declaration of Condominium as the same may be amended from time to time (the "Declaration") for Camelot Trails (the "Condominium") as recorded in the office of the Register of Deeds for Milwaukee County, Wisconsin;

(b) To serve as a means through which the unit owners may collectively and efficiently administer, manage, operate and control the Property in accordance with the Wisconsin Unit Ownership Act and the Declaration; and

(c) To engage in any lawful activity within the purposes for which a nonstock, nonprofit corporation may be organized under The Wisconsin Nonstock Corporation Law, Chapter 181 of the Wisconsin Statutes, subject to the Wisconsin Unit Ownership Act and the Declaration.

ARTICLE IV

Powers

The Corporation shall have all of the powers enumerated in The Wisconsin Nonstock Corporation Law, to the extent not inconsistent with the Wisconsin Unit Ownership Act, the Declaration or the By-Laws of the Corporation, including without limitation, the following:

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

(b) To operate, repair, replace, reconstruct, protect and maintain the common and limited common areas and facilities 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 Property;

(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 and limited common areas and facilities described in the Declaration;

(f) To purchase insurance on the Property 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 Property;

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

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

(j) To borrow money, and as provided in the By-Laws, to mortgage, pledge, grant security interests in, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(k) Dedicate, sell or transfer all or any part of the common areas and facilities to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members as set forth in the Declaration and By-Laws;

(l) To participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and common areas and facilities as provided in the Declaration; and

(m) To do all things necessary or convenient to effectuate the purposes of the Corporation.

No substantial part of the activities of the Association shall be devoted to attempting to influence legislation by propaganda or otherwise within the meaning of the proscriptive provisions of the Internal Revenue Code. The Association shall not directly or indirectly participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE V

Members

There shall be one class of members designated as "unit owners". The rights and qualifications of members are set forth in the By-Laws of the Corporation.

ARTICLE VI

Principal Office and Registered Agent

The location of the principal office of the Corporation shall be 7600 West Dean Road, Milwaukee, Wisconsin 53223, and the initial registered agent shall be Michael D. Rosen.

ARTICLE VII

Directors

The number of directors of the Corporation shall be fixed in the By-Laws of the Corporation and in no event shall be less than three. The manner in which directors shall be elected, appointed or removed shall be provided by said By-Laws.

The number of directors constituting the initial Board of Directors shall be three, and the names and addresses of the initial directors are:

Sidney J. Friedman
7600 West Dean Road
Milwaukee, Wisconsin 53223.

Aaron Boxer
744 North 4th Street
Milwaukee, Wisconsin 53203

Michael Rosen
7600 West Dean Road
Milwaukee, Wisconsin 53223

ARTICLE VIII

Incorporator

The name and address of the incorporator of the Corporation is:

Allen N. Rieselbach
1800 Marine Plaza
Milwaukee, Wisconsin 53202

ARTICLE IX

Dissolution

The Corporation shall not have or issue shares of stock. The Corporation does not contemplate pecuniary gain or profit to its members, directors or officers. No dividend or profit or liquidating dividend shall ever be declared or 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 and to the extent not prohibited in these Articles, the Declaration or its By-Laws.

This Corporation may be dissolved with the assent given in writing and signed by not less than 75% of each class of members. Upon dissolution of the Corporation, all of its assets, after payment of its liabilities, shall be distributed to such one or more nonprofit corporations, societies or organizations having purposes deemed by a majority of its directors to be similar to those of the Corporation.

Executed in duplicate this 1st day of March
1976.

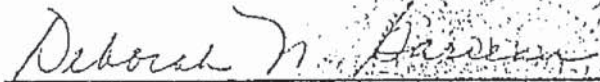
STATE OF WISCONSIN
DEPARTMENT OF STATE
FILED
MAR 5 1976
DOUGLAS LAFOLLETTE
SECRETARY OF STATE



Allen N. Rieselbach
(Incorporator)

State of Wisconsin)
: SS
Milwaukee County)

Personally came before me this 1st day of March, 1976, the above-named Allen N. Rieselbach, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation, and he acknowledged that he executed the same for the purposes therein contained.



Notary Public, State of Wisconsin
My commission expires August 15, 1979

This instrument was drafted by Allen N. Rieselbach.

FILE 914 MAC 841
United States of America

State of Wisconsin—Department of State

REGISTER'S OFFICE
Milwaukee County, Wis.

RECORDED AT 2550 IN
ON MAR 16 1976

To All to Whom These Presents Shall Come, Greetings:

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

Reel 914 Image 836 to 837

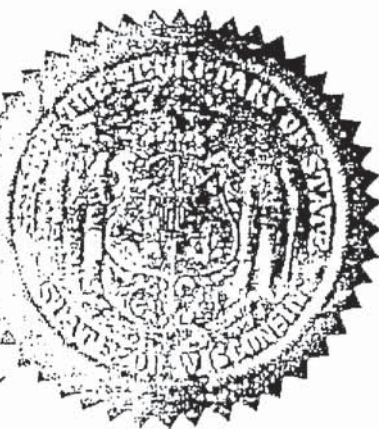
- (X) Articles of Incorporation () Amendment to Articles of Incorporation () Statement of Intent to Dissolve
() Articles of Dissolution () Articles of Merger () Name reservation
() Articles of Consolidation () Restated Articles () Change of Registered Office and/or Agent

CAMELOT TRAILS CONDOMINIUM CORP.

4986355

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 MAR 5 1976



DOUGLAS LAFOLLETTE
Secretary of State

THIS MUST BE RECORDED WITH THE REGISTER OF DEEDS

ARTICLES OF INCORPORATION

OF

CAMELOT TRAILS CONDOMINIUM CORP.

C-14382

STATE OF WISCONSIN

DEPARTMENT OF STATE

FILED

MAR 5 1976

1975

DOUGLAS LAFOLETTE
SECRETARY OF STATE

REINHART BOERNER, VAN DEUREN,

NORRIS & RIESELBACH, SC.

ATTORNEYS AT LAW

30 MARINE PLAZA MILWAUKEE, WISCONSIN 53202

OFFICE OF
REGISTER OF DEEDS

The undersigned, as Register of Deeds of

(COUNTY) milwaukee

County, Wisconsin, certifies that on

(DATE) MAR 16 1976

there was received and accepted for record in my office, an instrument bearing the certificate of the Secretary of State of Wisconsin, and described as

- (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

CAMELOT TRAILS CONDOMINIUM CORP.

(SEAL) Witness my hand and official seal on

MAR 16 1976

(DATE)

Walter R. Barczak

REGISTER OF DEEDS