# ARTICLE OF INCORPORATION
# OF
# BROOKFIELD LAKE CONDOMINIUM ASSOCIATION, INC.
(A Non-Stock, Non-Profit Corporation)

Executed by the undersigned for the purpose of forming a Wisconsin corporation under Chapter 181, Stats., without stock and not for profit.

## ARTICLE I

### Name

The name of the corporation shall be "BROOKFIELD LAKE 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 (such real estate and improvements hereinafter sometimes referred to as "condominium property") as provided in Chapter 703, Stats., entitled "Condominium Ownership Act" (hereinafter "Act"), and subject to the terms and conditions of the Condominium Declaration of Brookfield Lake Condominium as recorded in the office of the Register of Deeds for Waukesha County, Wisconsin (hereinafter "Declaration") as the same may be amended from time to time;



Copy

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

(c) To engage in activities included in the Act and the Declaration within the purposes for which a nonstock, nonprofit corporation may be organized under The Wisconsin Nonstock Corporation Law.

ARTICLE IV

Powers

The corporation shall have all the powers enumerated in The Wisconsin Nonstock Corporation Law to the extent not inconsistent with the Act, the Declaration, or the by-laws, including, without limitation, the following:

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

(b) To maintain, repair, replace, reconstruct, operate and protect the common and limited common elements described in the Declaration;

(c) 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 or to properly effectuate its duties and responsibilities;

(d) To determine, levy and collect assessments against 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 elements described in the Declaration;

(e) To enter into contracts on behalf of unit owners and act as their agent with regard to, among other things, common services, utilities and such other matters as may be determined by the members of the corporation;

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

(g) To make and amend by-laws and reasonable rules and regulations governing the use and operation of the condominium property;

(h) To enforce by legal means the provisions of the Act, the Declaration, the by-laws, and any rules and regulations governing the use and operation of the condominium property;

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

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

ARTICLE V

Members

All unit owners in Brookfield Lake Condominium shall be entitled and required to be members of the corporation and membership shall be limited to such owners. The respective rights, qualifications and obligations of membership shall be as set forth in the by-laws of the corporation.

ARTICLE VI

Principal Office and Registered Agent

The principal and registered office of the corporation shall be in WAUKESHA COUNTY at W228 N727 Westmound Drive, Waukesha, Wisconsin 53186, and its registered agent at that office shall be Robert S. McCloud.

ARTICLE VII

Directors

The number of directors of the corporation shall be fixed in the by-laws, but shall not be less than four. Directors shall be elected and removed by the members in the manner provided in the by-laws. The names and addresses of the initial directors are:

| | |
|---|---|
| Thomas J. Redmond<br>W228 N727 Westmound Dr.<br>Waukesha, WI 53186 | Mark D. Redmond<br>W228 N727 Westmound Dr.<br>Waukesha, WI 53186 |
| Robert S. McCloud<br>W228 N727 Westmound Dr.<br>Waukesha, WI 53186 | Siegfried E. Heller<br>6440 North Sunset Lane<br>Milwaukee, WI 53217 |

ARTICLE VIII

Officers

The principal officers of the corporation shall be the president, vice president, secretary and treasurer. The officers shall be elected, appointed or removed in the manner provided in the by-laws and shall have the exercise and powers and duties assigned by the by-laws.

ARTICLE IX

Incorporator

The name and address of the incorporator is:

Robert B. Peregrine
c/o Peregrine Law Offices, S.C.
633 West Wisconsin Avenue
Suite 1300
Milwaukee, WI 53202

ARTICLE X

Amendments

These articles may be amended in the manner authorized by law at the time of amendment.

ARTICLE XI

Stocks, Dividends, Dissolution

The corporation shall not have or issue shares of stock. No dividend shall ever be paid and no part of the earnings, 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.

045

In the event of dissolution of the corporation and the removal of Brookfield Lake Condominium from the provisions of the Act, all of the corporation's assets, after payment of its liabiities and obligations, shall be distributed to its members in accordance with their undivided percentage interest in the common elements of the condominium.

IN WITNESS WHEREOF, the undersigned has executed these articles in duplicate this 4 day of September, 1990.

Robert B. Peregrine

STATE OF WISCONSIN )
) ss
MILWAUKEE COUNTY )

Personally came before me this 4 day of September, 1990, the above-named Robert B. Peregrine, to me known to be the person who executed the foregoing articles, and acknowledged the same.

NOTARY PUBLIC
PATSY J. DIECK
STATE OF WISCONSIN

Patsy J. Dieck
Patsy J. Dieck, Notary Public
State of Wisconsin
My commission expires May 3, 1993

STATE OF WISCONSIN
FILED
SEP 25 1990
DOUGLAS LA FOLLETTE
SECRETARY OF STATE

This document was drafted by and should be returned to:

ROBERT B. PEREGRINE

of

PEREGRINE LAW OFFICES, S.C.
Suite 1300
633 West Wisconsin Avenue
Milwaukee, WI 53203
Telephone: (414) 272-4833

## CONSENT OF LENDER

NORWEST BANK WISCONSIN, f/k/a First Interstate Bank of Wisconsin-Southwest, 735 West Wisconsin Avenue, Milwaukee, Wisconsin ("Bank"), being the mortgagee named in that certain Construction Mortgage and Security Agreement executed by Brookfield Lake Development Corp. on October 20, 1989, and recorded in the office of the Register of Deeds for Waukesha County, Wisconsin, on the 23rd day of October, 1989, as Document No. 1561239 (the "Mortgage"), as amended, hereby consents to the terms and provisions contained in the foregoing Declaration of Condominium for Brookfield Lake Condominium and to the creation of a condominium upon the property legally described on Exhibit X attached hereto.

Nothing contained in this consent shall be deemed or construed as a waiver or release of any of the covenants, terms, provisions and agreements set forth in the Mortgage, the notes evidencing the indebtedness secured thereby (the "Notes"), any documents relating to or executed in connection with the Notes, and any renewals, modifications, amendments or extensions of any of the foregoing.

IN WITNESS WHEREOF, NORWEST BAND WISCONSIN has caused this instrument to be signed by its duly authorized officer on its behalf at Milwaukee, Wisconsin, as of the 30th of November, 1990.

NORWEST BANK WISCONSIN

By: _____
Christopher G. Hansen, Vice President

STATE OF WISCONSIN )
) ss.
MILWAUKEE COUNTY )

Personally came before me this 3RD day of December, 1990, the above-named Christopher G. Hansen of Norwest Bank Wisconsin, to me known to be a vice president of said bank and to me known to be the person who executed the foregoing consent, and acknowledged that he executed the same on behalf of Norwest Bank Wisconsin being duly authorized so to do.

NOTARY PUBLIC
P. BRANDENBURG
STATE OF WISCONSIN

_____
P. BRANDENBURG
Notary Public, State of Wisconsin
My commission expires: MAY 15, 1994

EXHIBIT X

Being a division of the expansion lands of Brookfield Lake Club, A Condominium as described in Document No. 1602894 in Volume 1 of Condominiums on Pages 1921-1935, Waukesha County Registry.

All that part of the Southwest Quarter (SW 1/4) of Section 28, Town 7 North, Range 20 East, Town of Brookfield, County of Waukesha, State of Wisconsin, bounded and described as follows: Commencing at the southwest corner of said Southwest Quarter (SW 1/4); thence Due North (as referenced to the plat of Follett Subdivision) along the west line of aforesaid Section 28 and center line of Brookfield Road, 639.097 feet (recorded as Due North 639.15 feet); thence North 82°04'00" East 60.526 feet to the east right-of-way line of Brookfield Road and point of beginning of the lands herein to be described; thence Due North along said east right-of-way line of Brookfield Road 453.097 feet; thence North 84°00'00" East 357.273 feet; thence North 06°28'00" West 74.05 feet; thence North 85°57'00" East 132.81 feet; thence South 06°28'00" East 260.85 feet; thence South 84°00'00" West 18.173 feet; thence South 00°10'13" West 125.132 feet; thence South 69°42'57" West 34.908 feet; thence South 00°22'40" East 135.409 feet to the north line of the initial condominium of Brookfield Lake Club, A Condominium as described in said Document No. 1602894; thence South 87°37'21" West along said north line 253.435 feet to the northwest corner of said initial condominium and northeast corner of unplatted lands; thence South 82°04'00" West along the north line of said unplatted lands 212.074 feet to the point of beginning. Containing 5.2505 acres or 228,711 square feet of land.

Said lands are subject to a 20 feet wide sanitary sewer easement which crosses said parcel from north to south, the center line of said easement being located approximately 300 feet east of the west line of Section 28, said easement being described in Document No. 1267181 on Reel 625 Image 181 of Deeds, Waukesha County Registry.

Said lands are also subject to a 20 feet wide storm sewer easement located between the west property line and the 20 feet wide sanitary sewer easement.

Said lands are also subject to a 15 feet wide sewer/water lateral easement which crosses said parcel along the northern property line. Said easement being from the existing sanitary sewer to approximately 260 feet south of the northerly most property line. Said easement described in Document No. 1521172 on Reel 1082 Image 734 of Deeds, Waukesha County Registry.