Whitnall Park Square

Condominium Owners Association, Inc.

iii. Articles of Incorporation

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ARTICLES OF INCORPORATION
OF
WHITNALL PARK SQUARE CONDOMINIUMS ASSOCIATION, INC.
(A Nonstock, Nonprofit Corporation)

This instrument is executed by the undersigned for the purpose of forming a Nonstock, Nonprofit Corporation under Chapter 181 of the Wisconsin Statutes (hereinafter "The Wisconsin Nonstock Corporation Law").

ARTICLE I

NAME

The name of this corporation shall be Whitnall Park Square Condominiums Association, Inc. (hereinafter "Association").

ARTICLE II

PERIOD OF EXISTENCE

The period of existence of the Association shall be perpetual.

ARTICLE III

DEFINITIONS

The following definitions shall apply to these Articles:

"Common Elements" mean all of the Condominium except its Units.

"Condominium" means the land and improvements made subject to the Declaration.

"Condominium Ownership Act" refers to Chapter 703 of the Wisconsin Statutes (1977) as amended from time to time.

"Declarant" refers to Wausau Homes Incorporated, a Wisconsin corporation organized and existing under the laws of the State of Wisconsin and having its principal place of business at Wausau, Wisconsin.

"Declaration" means the Declaration of Condominium of Whitnall Park Square Condominiums as may be amended from time to time.

"Mortgagee" means the holder of any recorded mortgage encumbering one or more Units or a land contract vendor.

"Unit" means that part of the Condominium intended for independent residential use as described in the Declaration.

"Unit Owner" means a person, combination of persons, partnership or corporation who holds legal title to a Unit or has equitable title as a land contract vendee.

ARTICLE IV

PURPOSES

This Association is organized to serve as the "Association of Unit Owners," as defined in the Condominium Ownership Act, for Whitnall Park Square Condominiums in Franklin, Wisconsin, and to exercise the powers, carry out the responsibilities and otherwise engage in any lawful activity authorized and permitted by the Condominium Ownership Act, the Declaration, the Bylaws and The Wisconsin Nonstock Corporation Law.

ARTICLE V

PRINCIPAL OFFICE AND REGISTERED AGENT AND OFFICE

The principal office of this Association is located at 919 Hillcrest Avenue, Wausau, Wisconsin 54401, and the initial registered agent at such address is Wausau Homes Incorporated, a corporation organized and existing under the laws of the State of Wisconsin.

ARTICLE VI

MEMBERSHIP

The membership of this Association shall at all times consist exclusively of all of the Unit Owners of Whitnall Park Square Condominiums, Franklin, Wisconsin. In the event that the Condominium is expanded, each of the Unit Owners of Units added to the expanded Condominium shall be members of this Association. Membership shall immediately commence upon acquisition of an ownership interest in a Unit of the Condominium and shall immediately terminate upon conveyance of such ownership interest. Upon the death of a Unit Owner, if his or her ownership interest shall pass to his or her personal representative or to a trustee, such personal representative or trustee shall be a member of the Association.

No Unit Owner may voluntarily withdraw from or be expelled from membership in the Association. Membership certificates are not required and shall not be issued. Members shall have the additional rights and obligations and shall be subject to the additional restrictions contained in the Condominium Ownership Act, the Declaration and the Bylaws of the Association.

ARTICLE VII

VOTING

One and only one vote in the affairs of the Association shall appertain to each Unit of the Condominium. If there

are multiple owners of any Unit, it shall be necessary for those owners to act unanimously with respect to the vote appertaining to their Unit in order for their vote to be counted. No Unit Owner shall be entitled to vote on any matter submitted to a vote of the members until his or her name and current mailing address and the name and address of the Mortgagee of his or her Unit, if any, has been furnished to the Secretary of the Association. Any Unit Owner shall be prohibited from voting on any matter submitted to a vote of the members if the Association has recorded a statement of Condominium lien on the Unit Owner's Unit as provided in the Condominium Ownership Act and the amount necessary to release the lien has not been paid at the time of the meeting. Members shall have the additional voting rights and shall be subject to the additional restrictions on voting contained in the Condominium Ownership Act, the Declaration, and the Bylaws of the Association.

ARTICLE VIII

DIRECTORS

The affairs of this Association shall be governed by a Board of Directors who need not be members of the Association until such time as the Declarant ceases to control the Association as provided in Section Seven of the Declaration and in Article X herein, at which time not more than one of the directors may be a nonmember of the Association. The number of directors shall be fixed in the Bylaws but in no event shall be less than three. The manner in which the directors shall be elected, appointed and removed shall be provided for in the Bylaws.

ARTICLE IX

INITIAL BOARD OF DIRECTORS

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

William Fosick	Post Office Box 1204, Wausau, WI 54401
Paul Ott	Post Office Box 1204, Wausau, WI 54401
Bill Shean	Post Office Box 1204, Wausau, WI 54401

The directors herein named shall serve until the first election of directors as provided in Article X, and any vacancies in their number occurring before the first election shall be filled by the remaining directors.

ARTICLE X

DECLARANT CONTROL

Subject to all provisions of the Declaration and the Bylaws of this Association with regard to Declarant Control, any and all of the powers and responsibilities of this Association, its Board of Directors and its Officers shall be exercised by the Declarant for a period not to exceed the earlier of (1) seven years from the date that the first Unit of the Condominium is conveyed by the Declarant to any other person or (2) Thirty days after the conveyance of 75 percent of the Common Elements interest of the Condominium to purchasers. Prior to the conveyance of 25 percent of the Common Elements interest of the Condominium to purchasers, the Association shall hold a meeting of its members, and the Unit Owners other than the Declarant shall elect at least 25 percent of the directors on the Board of Directors. Prior to the conveyance of 50 percent of the Common Elements interest of the Condominium to purchasers, the Association shall hold a meeting, and the Unit Owners other than the Declarant shall elect at least 33-1/3 percent of the directors on the Board of Directors. The percentage of Common Elements interest conveyed to purchasers as provided above shall be calculated by dividing the number of all of the Units conveyed to purchasers by the sum of all of the Units which the Declarant has built and has reserved the right to build as provided in Section Fourteen of the Declaration.

ARTICLE XI

AMENDMENT

These Articles may be amended with the assent of 67 percent or more of the votes of the Unit Owners present or represented by proxy at any annual meeting or special meeting called for that purpose; provided, however, that as long as the Declarant controls the Association, no amendment shall be effective without the written consent of the Declarant. Notice of any meeting at which an amendment to these Articles shall be considered shall be mailed or delivered to the Mortgagees of all Units at the mailing address shown on the Association's current roster. The notice of any such meeting mailed or delivered to the Unit Owners and Mortgagees shall set forth a statement of the nature of all proposed amendments.

ARTICLE XII

INCORPORATOR

The name and address of the Incorporator of this Association is Marvin Schuette, Post Office Box 1204, Wausau, Wisconsin, 54401.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 12th day of June, 1981.

Marvin Schuette

ACKNOWLEDGEMENT

STATE OF WISCONSIN)
: SS
COUNTY OF MARATHON)

Personally came before me this 12th day of June, 1981, the above named Marvin Schuette, to me known to be the person who executed the foregoing instrument and acknowledged the same.

Notary Public, Marathon County, WI.
My Commission Expires: 9-11-83

THIS DOCUMENT WAS DRAFTED BY:

Peter C. Haensel

P. O. ADDRESS:

LICHTSINN, HAENSEL, BASTIAN
& ERCHUL, s.c.
740 North Plankinton Avenue
Milwaukee, Wisconsin 53203

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