ARTICLES of INCORPORATION

of COLONY RIDGE HOMEOWNERS ASSOC., INC.

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ARTICLES OF INCORPORATION OF

COLONY RIDGE HOMEOWNERS ASSOCIATION, INC.

Executed by the undersigned for the purpose of forming a Wisconsin Corporation under Chapter 181 of the Wisconsin Statutes WITHOUT STOCK AND NOT FOR PROFIT.

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be COLONY RIDGE HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II

DURATION

The period of existence of the corporation shall be perpetual.

ARTICLE III

PURPOSES OF THE CORPORATION

Purposes for which this corporation is organized are as follows:

a) To serve as an Association of Unit Owners who own real estate and improvements under the condominium Ownership Act under the laws of the State of Wisconsin and subject to the terms and conditons of the Condominium Declaration and Amendments thereto for , as recorded in the Office of the Register of Deeds for Milwaukee County, Wisconsin (hereinafter referred to as "Declaration");

b) To serve as a means through which the Unit Owners may collectively and efficiently administer, manage, operate and control the condominium property in accordance with the Condominium Ownership Act and the Declaration;

c) To engage in activity included in the Condominium Ownership Act and the Declaration within the purposes for which a nonstock, non-profit corporation may be organized under the Wisconsin Non-Stock Corporation Law; and

d) To provide for maintenance, preservation and architectural control of the Common Elements within that certain tract of property described in the Declaration, (see Exhibit A attached hereto and made a part hereof by reference as if set forth herein at length), and to promote the health, safety and welfare of the residents within the described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association.

ARTICLE IV

POWERS OF THE ASSOCIATION

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

a) To exercise exclusive management and control of the Common Elements and facilities and Limited Common Elements described and set forth in the Declaration;

b) 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 property effectuate the duties and responsibilities of the corporation as set forth in the Declaration;

c) To maintain, repair, replace, reconstruct, operate and protect the Common Elements and facilities and Limited Common Elements as set forth in the Declaration;

d) 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 and facilities and Limited Common Elements as described and set forth in the Declaration;

e) To enter into contracts on behalf of the Unit Owners and act as agent of the Unit Owners, with regard to, among other things, common services as required for each Unit, utilities, and such other matters as may be determined by the members of the Association;

f) To purchase insurance on the condominium property and insurance for the benefit of the corporation and its members as set forth in the Declaration;

g) To make and amend By-Laws and reasonable regulations governing, among other things, the use and operation of the condominium property in the manner provided by the Declaration;

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

i) To acquire and hold title to Units for the benefit of the Unit Owners, as set forth in the Declaration and to sell, lease, mortgage, vote the votes appurtenant to, and otherwise deal with said Units so acquired for the benefit of all Unit Owners as set forth in the Declaration;

j) To establish and maintain one or more bank accounts for deposit and withdrawals of the funds of the corporation;

k) To borrow money, and with the assent of two-thirds (2/3) of the entire membership of each class entitled to vote, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

l) To participate in mergers and consolidations with other non-profits corporation organized for the same purposes provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of the entire membership of each class entitled to vote;

m) To assign parking within the Common Elements;

n) To establish rules and regulations concerning parking, traffic, noise and abatement thereof, nuisances and abatement thereof;

o) To do all things necessary or convenient to effectuate the purposes of this corporation and the Declaration.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Unit which is subject by coven-

ants of record to assessment by the Association shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Unit which is subject to assessment by the Association.

ARTICLE VI

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A

Class A members shall be all condominium Unit Owners situated in SPRING TERRACE, with the exception of the Declarant and shall be entitled to one vote for each Unit owned. When more than one person holds an interest in any Unit, all such persons shall be members. The vote for such Unit shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Unit.

Class B

The Class B members shall be the Declarant, his successors and assigns, and shall be entitled to three (3) votes for each Unit owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

a) Two years from the date that the first Condominium Unit is conveyed by the Declarant to any person other than the Declarant; or

b) Thirty days after the conveyance of 6 Units, representing 75% of the Units and Common Element interest, to Purchasers.

ARTICLE VII

REGISTERED AGENT

The location of the initial principal office of the Association is 2230 South 108th Street, West Allis, Wisconsin 53227. The initial registered agent of the Corporation shall be Peter D. Lentz, 2230 South 108th Street, West Allis, Wisconsin 53227.

ARTICLE VIII

BOARD OF DIRECTORS

The number of directors of the corporation shall be fixed in the By-Laws, but in no event shall be less than three (3). The manner in which directors shall be elected, appointed or removed shall be provided by the By-Laws.

The number of directors constituting the initial Board of Directors shall be three (3), and the names and addresses of the initial directors are:

1)	Marvin L. Stein	3935 West Layton Avenue Greenfield, Wisconsin 53221
2)	Peter D. Lentz	4272 West Alvina Avenue Greenfield, Wisconsin 53221
3)	Mary Shelby	3834 South 63rd Street Milwaukee, Wisconsin 53220

At the first annual meeting, the members shall elect one director for a term of one year, one director for a term of two years and one director for a term of three years; and at each annual meeting thereafter the members shall elect replacement directors for a term of three years, provided, however, that prior to the conveyance of 25% of the Common Element Interest to purchasers, the Association shall hold a meeting and the Owners other than the Declarant shall elect one director to the Board.

ARTICLE IX

DISSOLUTION

The Association may be dissolved with the vote given in writing and signed by not less than a seventy-five (75%) per cent vote as provided in Article VI of the voting members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent of seventy-five (75%) percent of the votes as provided in Article VI.

ARTICLE XI

INCORPORATOR

The name and address of the Incorporator is: Peter D. Lentz, 2230 South 108th Street, West Allis, Wisconsin 53227.

ARTICLE XII

ONE MEMBERSHIP VOTE PER UNIT

If title to a Unit is held by more than one person, the membership vote related to that Unit shall be shared by such Owners. Such Unit Owners shall cast their vote in whatever manner such Owners may in their discretion agree. However, the right to cast their membership vote shall be limited to a vote of "present" in the event such owners cannot agree as to how to cast such vote. This provision pertains to Class A membership voting only.

Executed in duplicate this _____ day of _____, 1981.

STATE OF WISCONSIN)
) SS.
COUNTY OF MILWAUKEE)

_____
Peter D. Lentz

Personally came before me this _____ day of _____, 1981, the above Peter D. Lentz, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation, and acknowledged that he executed the same for the purposes therein stated.

_____
Mary Shelby, Notary Public
Milwaukee County.
My commission expires 6/21/81.

This instrument was drafted by:

Peter D. Lentz
2230 South 108th Street
West Allis, Wisconsin 53227