# SECTION C

# ARTICLES OF INCORPORATION

OF

DOUGLAS PLAZA RESIDENTIAL
CONDOMINIUM ASSOCIATION, INC.

ELM GROVE, WISCONSIN

RETURN TO: ELI C. FRANK
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MILWAUKEE, WI 53202-4863
☐ MILWAUKEE COUNTY BOX 252

# ARTICLES OF INCORPORATION

OF

# DOUGLAS PLAZA RESIDENTIAL CONDOMINIUM ASSOCIATION, INC.

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# ARTICLES OF INCORPORATION

# OF

# DOUGLAS PLAZA RESIDENTIAL CONDOMINIUM 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 1

The name of the Association is DOUGLAS PLAZA RESIDENTIAL CONDOMINIUM ASSOCIATION, INC.

## ARTICLE 2

The period of existence shall be perpetual.

## ARTICLE 3

The purpose shall be as follows:

(a) To provide for maintenance, preservation and architectural control of the Common Elements within the real estate described in Exhibit A attached hereto and incorporated herein; and to promote the health, safety and welfare of the residents within said property;

(b) To fix, levy, collect and enforce payment by any lawful means to all charges or assessments pursuant to the terms of the Declaration of Condominium Ownership; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) To exercise all of the powers and privileges and to perform all of the duties and obligations of this Association as set forth in said Declaration of Condominium Ownership which is to be recorded in the office of the Register of Deeds for Waukesha County, Wisconsin;

(e) To borrow money and, with the assent of seventy-five percent (75%) of voting members, mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(f) To dedicate, sell or transfer all or any part of the Common Elements to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members. No such

dedication, sale or transfer shall be effective unless an instrument has been signed by seventy-five percent (75%) of voting members, agreeing to such dedication, sale or transfer;

(g) To participate in mergers and consolidations with other unincorporated associations or nonprofit corporations organized for the same purposes provided that any such merger or consolidation shall have the assent of seventy-five percent (75%) of the voting members; and

(h) To have and to exercise any and all powers, rights and privileges a Wisconsin Corporation organized under Chapter 181, Wisconsin Statutes, may now or hereafter have or exercise.

ARTICLE 4

Location of the principal office is 12980 West Bluemound Road, Elm Grove, Wisconsin 53122.

ARTICLE 5

Name of the initial registered agent is Eli C. Frank.

ARTICLE 6

Address of the initial registered agent is Suite 1330, 111 East Wisconsin Avenue, Milwaukee, Wisconsin 53202-4863.

ARTICLE 7

The number of Directors may be fixed by By-Laws, but shall not be less than three (3).

ARTICLE 8

The number of Directors constituting the initial Board shall be three (3), who need not be members of the Association.

ARTICLE 9

The names and addresses of the initial Directors are:

Douglas F. Dowd
111 E. Wisconsin Ave.
Suite 1330
Milwaukee, WI 53202

Jacquelyn A. Sarich
111 E. Wisconsin Ave.
Suite 1330
Milwaukee, WI 53202

Eli C. Frank
111 E. Wisconsin Ave.
Suite 1330
Milwaukee, WI 53202

ARTICLE 10

MEMBERSHIP

Every Owner of a Unit shall be entitled and required to be a member of the Association. If title to a Unit is held by more than one person, each of such persons shall be members, but there shall be only one vote

per Unit. An Owner of more than one Unit shall be entitled to one membership for each Unit owned by him. Each such membership shall be appurtenant to the Unit upon which it is based and shall be transferred automatically by conveyance of that Unit. No person or entity other than an Owner of a Unit or Developer may be a member of the Association, and membership in the Association may not be transferred except in connection with the transfer of title to a Unit; provided, however, that the rights of voting may be assigned to a Mortgagee as further security for a loan secured by a mortgage on a Unit.

## ARTICLE 11

## VOTING RIGHTS

All Owners shall be entitled to one (1) vote for each Unit owned. When more than one person holds an interest in any Unit 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. There can be no split vote. Prior to the time of any meeting at which a vote is to be taken, each co-owner shall file the name of the voting co-owner with the Secretary of the Association in order to be entitled to a vote at such meeting, unless such co-owners have filed a general voting authority with the Secretary applicable to all votes until rescinded.

The Developer shall be entitled to one (1) vote for each Unit owned, provided, however, that notwithstanding the foregoing provisions for voting, the Developer shall have sufficient votes to constitute a majority of votes until all its Units are sold; provided, however, that Developer's control shall cease three (3) years after the first Unit is conveyed to a purchaser other than the Developer, or thirty (30) days after the conveyance of seventy-five percent (75%) of the Units, whichever time is earlier.

## ARTICLE 12

## DISSOLUTION

The Association may be dissolved with the assent of seventy-five percent (75%) of the votes as provided in "Voting Rights" above. 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 13

## AMENDMENT

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

ARTICLE 14

The name and address of the incorporator is Eli C. Frank, Suite 1330, 111 East Wisconsin Avenue, Milwaukee, Wisconsin 53202-4863.

Executed in duplicate this 21st day of October, 1988.

Eli C. Frank

STATE OF WISCONSIN )
) SS
MILWAUKEE COUNTY )

Personally came before me this 21st day of October, 1988, the above named Eli C. Frank, to me known to be the person who executed the foregoing instrument and acknowledged same.

NOTARY PUBLIC JACQUELYN A. SARICH STATE OF WISCONSIN

Jacquelyn A. Sarich
Notary Public, State of Wisconsin
My commission expires October 20, 1991

This document is drafted by
Eli C. Frank of the Law Firm of
Hiller & Frank, S.C.

## LEGAL DESCRIPTION

Units 12980 and 12990 and their undivided interest in the Common Areas and Facilities in Douglas Plaza, a Condominium created and existing by a Declaration of Condominium Ownership and of Easements, Restrictions, Covenants and Conditions for Douglas Plaza, a Condominium, dated November 15, 1979 and recorded with the Register of Deeds for Waukesha County, Wisconsin, on November 21, 1979, in Reel 388, Images 485 to 501, inclusive, as Document No. 1114286 and amendment thereto dated April 23, 1988, and recorded May 3, 1988 in Reel 993, Images 722 to 724, inclusive, as Document No. 1477147.