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# ARTICLES OF INCORPORATION



ARTICLES OF INCORPORATION  
OF  
THE NORTH MEADOW HOMES ASSOCIATION, INC.

ARTICLE I

The name of the corporation is THE NORTH MEADOW HOMES ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II

The principal office of the Association is located at 125 East Wells Street, Milwaukee, Wisconsin, 53202.

ARTICLE III

James J. Barden, whose address is 125 East Wells Street, Milwaukee, Wisconsin, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

The name and address of the Incorporator is James J. Barden, 125 East Wells Street, Milwaukee, Wisconsin, 53202.

ARTICLE V

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described as:

That part of the East 1/2 of the S E 1/4 of Section 5, T 8 N, R 21 E, in the City of Milwaukee, Milwaukee County, Wisconsin, bounded and described as follows:  
Commencing at the Southeast Corner of said 1/4 Section; thence North 89° 57' 40" West along the South line of said 1/4 Section 1325.87 ft. to the Southwest corner of the East 1/2 of said 1/4 Section; thence North 02° 24' 10" East along the West line of the East 1/2 of said 1/4 Section 285.06 ft. to the point of beginning of the land to be described:  
thence North 02° 24' 10" East along the West line of said 1/4 Section 455.00 ft. to a point; thence North 75° 53' 40" East 756.71 ft. to a point; thence South 02° 24' 10" West and parallel to the West line of the East 1/2 of said 1/4 Section 615.00 ft. to a point; thence South 83° 05' 24" West 340.00 ft. to a point; thence North 87° 35' 50" West 140.00 ft. to a point; thence South 02° 24' 10" West

and parallel to the West line of the East 1/2 of said 1/4 Section 199.68 ft. to a point in the North line of West Brown Deer Road, which lies 75.00 ft. North of as measured at right angles to the South line of said 1/4 Section; thence North 89° 57' 40" West along the North line of West Brown Deer Road 60.05 ft. to a point; thence North 02° 24' 10" East and parallel to the West line of the East 1/2 of said 1/4 Section 202.16 ft. to a point; thence North 87° 35' 50" West 190.00 ft. to the point of beginning.

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 for this purpose to:

- (a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of Register of Deeds, of Milwaukee County, Wisconsin and as the same may be amended from time to time as therein provided;
- (b) fix levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; 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) 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) borrow money, and with the assent of two-thirds (2/3) 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;
- (e) dedicate, sell or transfer all or any part of the Common Area 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 or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of voting members, agreeing to such dedication, sale or transfer;
- (f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of voting members;
- (g) assign particular portions of storage areas which shall include parking within the Common Areas for exclusive use by Owners of particular Units.
- (h) have and to exercise any and all powers, rights and privileges which a corporation organized under the Wisconsin Non-Profit Corporation Law by law may now or hereafter have or exercise

## ARTICLE VI

### MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Unit which is subject by covenants of record to assessment by the Association, including contract sellers, 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 VII

### VOTING RIGHTS

The Association shall have two classes of voting membership:

**Class A.** Class A members shall be all Owners with the exception of the Developer 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. There can be no split vote. Prior to the time of any meeting at which a vote is to be taken each Unit having co-owners 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 applicable to all votes until rescinded.

**Class B.** The Class B member(s) shall be the Developer (as defined in the Declaration), and shall be entitled to three (3) votes for each Unit owned or which may be built as set forth in Article X of the Declaration. 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) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) on March 16, 1975.

## ARTICLE VIII

### BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of nine (9) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the seven persons who are to act in the capacity of directors until the selection of their successors are:

NAME	ADDRESS
Earl D. Lillydahl	125 E. Wells St., Milwaukee, Wis.
Stanley R. Dobrin	125 E. Wells St., Milwaukee, Wis.
Loyal V. LaPlante	125 E. Wells St., Milwaukee, Wis.
Jack Recht	5400 N. 27th St., Milwaukee, Wis.
Melvin R. Goldin	5400 N. 27th St., Milwaukee, Wis.
David N. Siegel	5400 N. 27th St., Milwaukee, Wis.
O. John Haering	125 E. Wells St., Milwaukee, Wis.
_____	_____
_____	_____

At the first annual meeting, the members shall elect three directors for a term of one year, three directors for a term of two years and three directors for a term of three years; and at each annual meeting thereafter the members shall elect three directors for a term of three years.

**ARTICLE IX  
DISSOLUTION**

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) 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  
DURATION**

The corporation shall exist perpetually.

**ARTICLE XI  
AMENDMENTS**

Amendment of these Articles shall require the assent of 75 percent (75%) of the votes as provided in Article VII.

ARTICLE XII

FHA/VA APPROVAL

As long as there is a Class B membership and if application for FHA or VA mortgage insurance has been made and not withdrawn for any Unit described in the Declaration, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution or amendment of these Articles.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Wisconsin, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 16th day of March, 1970.

/S/ James J. Barden

STATE OF WISCONSIN            )  
  ) SS  
COUNTY OF MILWAUKEE        )

Personally came before me this 16th day of March, 1970, the above named James J. Barden, to me known to be the person who executed the foregoing Articles of Incorporation and acknowledged the same.

/S/ Earl D. Lillydahl, Jr.

Notary Public, Milwaukee County, Wisconsin

My Commission is permanent

This instrument was drafted by Attorney James J. Barden.

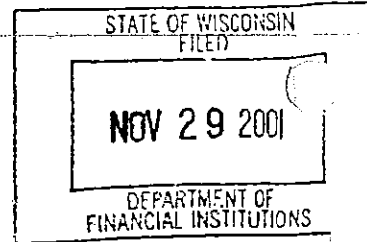
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AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF

THE NORTH MEADOW HOMES ASSOCIATION, INC.

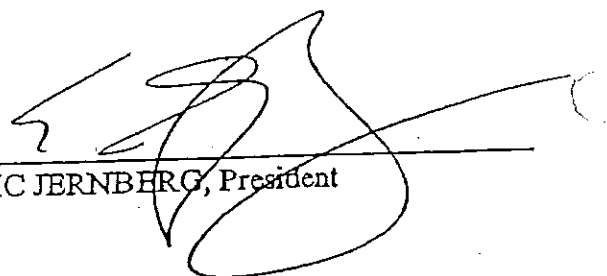


The Articles of Incorporation of <sup>The</sup> North Meadow Homes Association, Inc. are hereby amended as follows:

The name of the corporation is changed to The Woodlands Condominium Homeowners Association, Inc.

The undersigned, President of North Meadow Homes Association, Inc., does hereby certify that the foregoing Amendment of the Articles of Incorporation was approved on the date herewith by the consent of not less than two-thirds of the votes and a majority of the voting power of the corporation pursuant to Section 181.1003 of the Wisconsin Statutes, and by not less than 75% of the membership pursuant to Article XI of said Articles of Incorporation.

Dated this 19 day of November, 2001.

  
ERIC JERNBERG, President

This instrument was drafted by and return to:  
Gerald J. Mayhew  
Trebou & Mayhew  
733 North Van Buren Street  
Milwaukee, WI 53202