

DATE: June 6, 1994

OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF INCORPORATION  
of

MANY WATERS HOMEOWNERS ASSOCIATION, INC.

The STATE OF WISCONSIN hereby grants to said organization the powers and privileges conferred upon it by Chapter 181 of the Wisconsin Statutes, for the pursuit of any purpose lawful under said Chapter, except as may be further limited in its articles of incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, at Madison, on the date above written.



*Douglas La Follette*

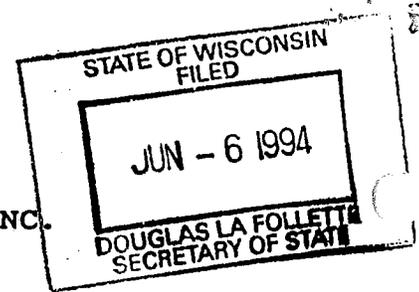
DOUGLAS La FOLLETTE  
Secretary of State

- ANNUAL REPORT** Corporations filing articles of incorporation under Chapters 180, 181 or 185 of the Wisconsin Statutes are required to file an annual report with the Secretary of State.
- Forms to Use** Ch. 181 corporations use Form 17 and business corporations (Ch. 180) and cooperative associations (Ch. 185) use Form 16. Blank report forms are mailed to the corporation c/o its registered agent and office of record with the Secretary of State, and are distributed during the calendar quarter in which the report is due.
- When to File** The DUE DATE is fixed by the date the articles of incorporation were originally filed. An original filing date of May 26 falls within the second calendar quarter, and the DUE DATE for the report of that corporation, for example, will be June 30, the last day of that calendar quarter. The first report of a corporation is due in the year following that in which it files its articles of incorporation.
- Where to File** By mail, to WISCONSIN CORPORATION ANNUAL REPORT, at the address indicated on the report form, or at the Office of the SECRETARY OF STATE, 30 W. Mifflin, Madison.
- REGISTERED OFFICE AND REGISTERED AGENT** Corporations are required to maintain a registered office and agent in Wisconsin. The initial registered office and agent were established in the articles of incorporation, and a specific procedure must be followed in order to change that designation. Form 13 (for Ch. 180), Form 113 (for Ch. 181) and Form 204-13 (for Ch. 185) may be used to file a change of registered office and/or agent. Forms available upon request from SECRETARY OF STATE, P.O. Box 7846, Madison, WI, 53707.

The above requirements are statutory, and further it is important that the office and agent designations be kept current, as annual report forms, notices and other official communications are directed to the corporation or cooperative through the registered/principal office and agent of record.

**REPORTING REQUIREMENT FOR CHARITABLE ORGANIZATIONS THAT SOLICIT CONTRIBUTIONS.** Notice is hereby given, pursuant to s. 181.32(2), Wis. Stats., that a NONSTOCK, NONPROFIT corporation engaged as a charitable organization and soliciting contributions is subject to reporting requirements with the Wisconsin Dept. of Regulation & Licensing, pursuant to Ch. 440 of the Wisconsin Statutes. Please call or write the following for further information and filing requirements: WISCONSIN DEPT. OF REGULATION & LICENSING, Attn: Charitable Organizations, P. O. Box 8935, Madison, WI 53708. Phone (608) 266-0829.

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ARTICLES OF INCORPORATION  
OF  
MANY WATERS HOMEOWNERS ASSOCIATION, INC.  
Columbia County, Wisconsin

We, the undersigned, for the purpose of forming a non-stock, non-profit corporation, in accordance with the laws of the State of Wisconsin, acknowledge and file these Articles of Incorporation in the office of the Secretary of State of Wisconsin.

ARTICLE I

NAME

The name of this Corporation shall be Many Waters Homeowners Association, Inc., ("Association").

ARTICLE II

PURPOSES AND POWERS

The purposes for which the Association is formed are the following:

A) To form an "Association" and as such to establish and collect assessments from the members of said Association as such are defined in the Declaration of Protective Covenants, Restrictions and Conditions for the Plat of Many Waters, as recorded in the Columbia County Register of Deeds Office and as amended from time to time ("Declaration") for the purpose of operating, maintaining, improving, repairing, reconstructing and administering the property of, and to perform the acts and duties desirable for the management of the Association in connection with the plat of Many Waters ("Many Waters").

B) To own, hold, manage, improve, repair, and reconstruct the real property and all improvements owned, from time to time, by the Association.

C) To establish By-Laws for the operation of the Association and rules and regulations for governing the same, and to enforce the provisions of the these Articles of Incorporation and the By-Laws of the Association.

D) To contract for the management of Many Waters and to delegate to the party with whom such contract has been executed the appropriate powers and duties of the Association except those which require specific action by or approval of the Board of Directors or Members of the Association.

To accomplish the foregoing purposes, the Association shall have all common law and statutory corporate powers under the laws

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of the State of Wisconsin, and those powers provided by the Declaration not in conflict therewith.

In addition, the Corporation is authorized to qualify for tax exempt status under Section 528, Internal Revenue Code of 1986, and to merge with other non-stock associations.

ARTICLE III

MEMBERS

Section 1. Every person or entity who is an Owner as defined in the Declaration shall be a Member of the Association. Persons or entities, including a land contract vendor, who holds an interest merely as security for the performance of an obligation shall not be a member of the Association. Membership shall be appurtenant to and may not be separated from any property which is subject to assessment by the Association. If a Member sells his, her or its interest in any of the properties subject by covenants of record to assessment by the Association, his, her or its purchaser shall automatically acquire membership in the Association. Membership certificates are not required and will not be issued.

Section 2. The share of a Member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his, her, its or their Lot.

Section 3. Each Member shall have a vote in all elections and affairs of the Association in accordance with and subject to the exceptions set forth in the Declaration. All voting rights and the number of votes which Members are entitled to cast shall be determined according to the provisions of said Declaration.

Section 4. Members shall have any and all additional rights and obligations as provided by the By-Laws herein, or the Declaration.

ARTICLE IV

EXISTENCE

This Association shall have perpetual existence.

ARTICLE V

INCORPORATOR

The name and address of the Incorporator of the Association is as follows:

Mr. Donald I. Allan

N4604 Allan Road  
Portage, WI 53901

## ARTICLE VI

### DIRECTORS AND OFFICERS

Section 1. The affairs and property of the Association shall be managed and governed by a Board of Directors composed of not less than three (3) persons. The number of directors will be determined from time to time in the Association's By-Laws.

Section 2. Except as provided herein as to the initial Board of Directors, Directors shall be elected by the Members in accordance with the By-Laws at the regular annual meeting of the membership of the Association. Directors shall be elected to serve for a term of one (1) year and in the event of vacancy, the remaining directors may appoint a director to serve the balance of said unexpired term. The directors named in Article VII shall serve until the first election of directors or until they are replaced. Any vacancies in their number occurring before the first election shall be filled by the remaining directors. Replacement of the initial board of directors shall take place not later than the earlier of forty-five (45) days after conveyance by Many Waters LLC, the developer of Many Waters, of seventy-five percent (75%) of the platted lots in the Many Waters development ("Many Waters") subject to the Declaration from time to time. Since Many Waters will be developed in phases, all of which are intended (but not to be required) to be subject to the Declaration the election of new board members is unlikely to occur until the last phase of Many Waters has been platted.

Section 3. All officers shall be elected by the Board of Directors in accordance with the By-Laws at the regular annual meeting of the Board as established by the By-Laws. The Board of Directors shall elect from among the directors a President, Secretary, Treasurer and such other officers as it shall deem desirable .

Section 4. At such time as the initial Board of Directors is replaced, the Board of Directors then duly elected shall have the power to appoint an Architectural Review Board (as defined in the Declaration) consisting of three or more persons. In the event none are appointed, the Board shall serve as the Architectural Review Board. The Architectural Review Board shall consist of Members of the Association and all such Members, including Members of the Board of Directors, shall be eligible to serve on such Board. Until such time as an Architectural Review Board is so appointed, the initial Board of Directors shall act as said Board, and shall have all powers delegated to said Board by the Declaration, these Articles and the By-Laws of the Association.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The following persons shall constitute the initial Board of Directors and shall hold office and serve until their successors are elected as provided in the Association's By-Laws.

Donald I. Allan	N4604 Allan Road Portage, WI 53901
Doris M. Allan	N4604 Allan Road Portage, WI 53901
E. Dean Baumgardner	2866 Marledge Court Madison, WI 53711

ARTICLE VIII

PRINCIPAL OFFICE

The Association's principal office shall be located at N4604 Allan Road, Portage, Columbia County, Wisconsin, 53901.

ARTICLE IX

REGISTERED AGENT

The initial registered agent of the Association shall be Donald I. Allan, N4604 Allan Road, Portage, Wisconsin, 53901.

ARTICLE X

BY-LAWS

The By-Laws of this Corporation shall be adopted by the Initial Board of Directors. The By-Laws may be altered, amended or rescinded in the manner provided by said By-Laws. The By-Laws shall reflect and be in accordance with the terms and conditions set forth in the Declaration. Any inconsistency, discrepancy or variance between the terms, covenants, restrictions, conditions or provisions found in the By-Laws and Declaration shall be governed by the Declaration.

ARTICLE XI

AMENDMENTS

An affirmative vote of sixty-seven (67%) percent of all votes entitled to be cast by Members present or represented by written proxy at a duly authorized meeting shall be required for approval of an amendment of these Articles.



*United States of America*

State of Wisconsin

OFFICE OF THE SECRETARY OF STATE

TO: REGISTER OF DEEDS

Attached please find a duplicate of a document filed in my office on the date endorsed therein. It is furnished in compliance with sec. 181.67(2)(b), 185.82(2)(b) or other section of the Wisconsin Statutes specifying the recording of the document in your office.



*Douglas La Follette*

DOUGLAS LA FOLLETTE  
Secretary of State