

**ARTICLES OF INCORPORATION
OF
RICHMOND TERRACE CONDOMINIUM ASSOCIATION, INC.
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**ARTICLES OF INCORPORATION
OF
RICHMOND TERRACE CONDOMINIUM ASSOCIATION, INC.**

I, the undersigned, being a natural person over the age of 21 years and acting as incorporator of a nonstock, nonprofit corporation under the provisions of the Wisconsin Nonstock Corporation Law, Chapter 181 of the Wisconsin Statutes, do hereby adopt the following as the Articles of Incorporation of such corporation:

ARTICLE I

Name

The name of the Corporation shall be "**Richmond Terrace Condominium Association, Inc.**"

ARTICLE II

Period of Existence

The period of existence of the Corporation shall be perpetual.

ARTICLE III

Purposes

The purposes for which this corporation is organized are as follows:

(a) To serve as an association of unit owners under the Wisconsin Condominium Ownership Act who own certain residential and commercial property located in Outagamie County, State of Wisconsin (the "**Property**") subject to the terms and conditions of the Declaration (as the same may be amended from time to time, the "**Declaration**") of Richmond Terrace Condominium (the "**Condominium**") as recorded in the Office of the Register of Deeds of Outagamie County, Wisconsin;

(b) To serve as a means through which the unit owners may collectively and efficiently manage, maintain, reconstruct, care for and/or make additions to the Condominium Property in accordance with the Wisconsin Condominium Ownership Act and the Declaration; and

(c) To engage in any lawful activity related to the foregoing within the purposes for which a nonstock, non-profit corporation may be organized under the Wisconsin Statutes, subject to the Wisconsin Condominium Ownership Act and the Declaration.

ARTICLE IV

Powers

The Corporation shall have all of the powers enumerated in the Wisconsin Nonstock Corporation Law, to the extent not inconsistent with the Wisconsin Condominium Ownership Act, the Declaration and the Bylaws of the Corporation including, without limitation, the following:

- (a) To exercise exclusive management and control of the common elements described in the Declaration;
- (b) To operate, repair, replace, reconstruct, protect, maintain and/or make additions to the common elements as described in the Declaration;
- (c) To purchase, lease or otherwise acquire units on behalf of all the unit owners and to sell, lease, mortgage, vote the votes appurtenant to, and otherwise deal with said units so acquired on behalf of all the unit owners;
- (d) 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 and the maintenance and operation of the Condominium Property;
- (e) 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 Corporation;
- (f) To determine, levy, collect and enforce 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 described in the Declaration;
- (g) To borrow money for the purpose of improving, repairing, and maintaining the common elements described in the Declaration, and in aid thereof to mortgage any and all of its real or personal property as security for money borrowed or debts incurred;
- (h) To grant easements and dedicate, sell or transfer all or any part of the common elements described in the Declaration to any state or municipal agency, authority or utility;
- (i) To participate in mergers, consolidations or contracts with other nonprofit corporations organized for the same purposes;
- (j) To purchase insurance on the Condominium Property and insurance for the benefit of the Corporation and its members;
- (k) To adopt and amend rules and regulations governing the use and operation of the Condominium Property;
- (l) To enforce by legal means the provision of the Wisconsin Condominium Ownership Act, the Declaration, the Bylaws of the Corporation and any rules and regulations governing the use and operation of the Condominium Property;
- (m) To establish and maintain one or more accounts for deposit and withdrawal of the funds of the Corporation; and

(n) To do all things necessary or convenient to effectuate the purposes of the Corporation.

ARTICLE V
Members

There shall be one class of members designated as "unit owners." The rights and qualifications of members are set forth in the Bylaws of the Corporation.

ARTICLE VI
Principal Office and Registered Agent

The location of the principal office of the Corporation shall be 7609 Elmwood Avenue, Suite 201, Middleton, Wisconsin, 53562, and the registered agent shall be Robert L. Niebauer. The address of the registered agent is 7609 Elmwood Avenue, Suite 201, Middleton, Wisconsin, 53562.

ARTICLE VII
Amendments

These Articles may be amended by the agreement of those members to which at least sixty-seven percent (67%) of the votes in the Corporation appertain and in the manner provided by the Wisconsin Condominium Ownership Act.

ARTICLE VIII
Directors

The number of directors of the Corporation shall be fixed in the Bylaws of the Corporation and in no event shall be less than three. The manner in which directors shall be elected, appointed and removed shall be set forth in the Bylaws of the Corporation.

ARTICLE IX
Incorporator

The name and address of the incorporator of the Corporation is:

Robert L. Niebauer

7609 Elmwood Avenue, Suite 201
Middleton, Wisconsin, 53562

ARTICLE X
Nonprofit

The Corporation shall not have or issue shares of stock. No dividend shall ever be paid and no part of the net earnings, assets or surplus of the Corporation shall inure to the benefit of or be distributed to its members, directors, officers or any other private individual other than by a rebate of excess membership dues, fees or assessments. The Corporation may pay compensation in reasonable amounts to employees, members, directors or officers for services rendered and may confer benefits upon its members in conformity with its purposes and to the extent not prohibited in its Bylaws.

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ARTICLE XI
Liability

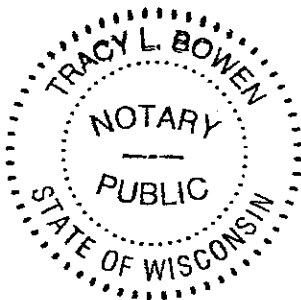
The members shall not be liable for the obligations of the Corporation except as provided for and authorized under the Declaration.

Executed this 12 day of January, 2005.

Robert L. Niebauer
Robert L. Niebauer, Incorporator

STATE OF WISCONSIN)
) SS
DANE COUNTY)

Personally came before me this 12th day of January, 2005, the above-named Robert L. Niebauer, known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation, and he acknowledged that he executed the same for the purposes therein contained.



Tracy L. Bowen
Name: Tracy L. Bowen
Notary Public, State of Wisconsin
My commission expires 4/8/07

This document was drafted by and should be returned after filing to Antonia Prestigiacomio, Foley & Lardner LLP, Verex Plaza, 150 East Gilman Street, Madison, Wisconsin 53703-1481.