

JUL 9 - 2012

ARTICLES OF INCORPORATION  
OF  
TUMBLECREEK OWNERS' ASSOCIATION, INC.

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The undersigned, a natural person more than 18 years of age, for the purpose of organizing a corporation under the provisions and subject to the requirements of Chapter 131, Wisconsin Statutes, known as the "Wisconsin Nonstock Corporation Law", does sign and acknowledge Articles of Incorporation as follows:

ARTICLE I

The name of the corporation is TUMBLECREEK OWNERS' ASSOCIATION, INC., hereafter called the "Corporation".

ARTICLE II

The principal office of the Corporation is located at 4801 West Bradley Road, Milwaukee, Wisconsin 53233.

ARTICLE III

Michael D. Rosen whose address is 4801 West Bradley Road, Milwaukee, Wisconsin 53233, is hereby appointed the initial registered agent of this Corporation.

ARTICLE IV

The name and address of the incorporator is Alan Marcovitz, 633 West Wisconsin Avenue, Milwaukee, Wisconsin 53203.

## ARTICLE V

## PURPOSE AND POWERS OF THE CORPORATION

This Corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for the maintenance, administration, preservation and use of the following described property:

Those portions denominated as outlots 1 through 6 inclusive, in Exhibit A, and the lands described in Exhibit C, in that certain Declaration of Restrictions and Covenants applicable to such property, recorded in the Office of the Register of Deeds of Milwaukee County, Wisconsin, on the 19th day of June, 1981, as Document No. 5483055.

To achieve these purposes, the Corporation may:

(a) exercise all of the powers and privileges and perform all of the duties and obligations of the Corporation as set forth in the aforesaid Declaration, as the same may be further amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) Fix, levy, collect and enforce payment by any lawful means of all charges or assessments; to pay all reasonable and necessary expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the Corporation;

(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 Corporation;

(d) borrow money, and with the assent of two-thirds (2/3) of the 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 property described above 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 the voting members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of the voting members;

(g) have and exercise any and all powers, rights and privileges which a corporation organized under the Wisconsin Non-Profit Corporation Law may now or hereafter have or exercise.

#### ARTICLE VI

#### MEMBERSHIP

Every person who is a record owner of a residential, single family or duplex lot which is subject by covenants of

record to assessment by the Corporation shall be a member of the Corporation, provided that no person or entity who holds an interest merely as security for the performance of an obligation shall be a member.

#### ARTICLE VII

##### VOTING RIGHTS

Members shall be all Owners and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot. There can be no split vote. Prior to the time of any meeting at which a vote is to be taken each lot having co-owners shall file the name of the voting co-owner with the Secretary of the Corporation in order to be entitled to vote at such meeting, unless such co-owners have filed a general voting authority applicable to all votes until rescinded.

#### ARTICLE VIII

##### BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of three (3) Directors, who need not be members of the Corporation. The number of directors may be changed by amendment of the By-Laws of the Corporation but shall always be at least three

(3). The names and addresses of the persons who are to act in the capacity of directors until the election of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Jean Collins	4801 West Bradley Road Milwaukee, Wisconsin 53223
Joe Lemel	4801 West Bradley Road Milwaukee, Wisconsin 53223
Frieda Laver	4801 West Bradley Road Milwaukee, Wisconsin 53223

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 one director for a term of three years.

#### ARTICLE IX

#### DISSOLUTION

The Corporation 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 Corporation, other than incident to a merger or consolidation, the assets of the Corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Corporation was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit 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 seventy-five percent (75%) of the voting members.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Wisconsin, the undersigned, incorporator of this Corporation has executed these Articles of Incorporation this 19th day of June, 1981.

*Alan Marcovitz*  
Alan Marcovitz

STATE OF WISCONSIN )  
                                  ) SS.  
COUNTY OF MILWAUKEE )

Personally came before me this 19th day of June, 1981, the above-named Alan Marcovitz, to me known to be the person who executed the foregoing Articles of Incorporation and acknowledged the same.



*Debra Grahovac*  
Notary Public, Milwaukee County,  
Wisconsin  
My Commission: April 17, 1983

STATE OF WISCONSIN  
FILED

JUN 19 1981

VEL PHILLIPS  
SECRETARY OF STATE

This instrument drafted by  
PEREGRINE, MARCUVITZ & PELTIN, S.C.  
by: Alan Marcovitz

THIS MUST BE RECORDED PROMPTLY WITH THE COUNTY REGISTER OF DEEDS

United States of America

State of Wisconsin  
Office of Secretary of State

REGISTERING OFFICE  
Milwaukee County, Wis.  
RECORDED AT 10:45 AM

JUN 22 1981  
REEL 1383 IMAGE 1056<sup>1062</sup>  
Dana...  
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TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING: REGISTER OF DEEDS

The undersigned, as Secretary of State of the State of Wisconsin, certifies that the attached is a duplicate of a document accepted and filed in my office.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, at Madison, on the date of filing of said document.

*Vel Phillips*  
VEL PHILLIPS  
Secretary of State

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