

Form 14
Secretary of State
WISCONSIN
(11/92)

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REGISTER OF DEEDS
LAKE COUNTY WI
94 MAY 24 PM 2:52

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

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ARTICLES OF INCORPORATION

These Articles of Incorporation are 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 I. NAME

The name of the corporation is "Holborn Village at High Crossing Condominium Association, Inc." (hereinafter called the "Association").

ARTICLE II. EXISTENCE

The period of existence shall be perpetual.

ARTICLE III. PURPOSE AND POWERS OF ASSOCIATION

The purpose and powers of the Association are as follows: 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 residential Units and Common Elements (as such terms are defined in that certain Declaration of Holborn Village at High Crossing, a condominium, recorded in the Office of the Register of Deeds for Dane County, Wisconsin, hereinafter called the "Declaration"); and to promote the health, safety and welfare of the residents within the above-described property, and in fulfillment of this purpose to do the following:

- (a) exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in the Declaration and Bylaws applicable to the subject property described therein as the same may be amended and supplemented from time to time, said Declaration and Bylaws 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 pursuant to the terms of the Declaration and Bylaws and 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;

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- (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 for the purpose of improving, repairing and maintaining the Common Elements or any other property owned by the Association, and in aid thereof to mortgage any and all of its real or personal property as security for money borrowed or debts incurred;
- (e) grant easements and dedicate, sell or transfer all or any part of the Common Elements to any agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members;
- (f) participate in mergers, consolidations or contracts with other nonprofit corporations organized for the same purposes; and
- (g) have and exercise any and all powers, rights and privileges which a corporation organized under the Nonstock Corporation Law of the State of Wisconsin by law may now or hereafter have or exercise.

ARTICLE IV. PRINCIPAL OFFICE

The principal office of the Association is located at 2601 Crossroads Drive, Suite 165, Madison, Wisconsin 53704.

ARTICLE V. REGISTERED AGENT

DANE Co

c/o Hiw Crossing Apartments - Phase I Limited Partnership. The initial registered agent of the Association is Terrence R. Wall

ARTICLE VI. ADDRESS OF REGISTERED AGENT

The address of the initial registered agent is 2601 Crossroads Drive, Suite 165, Madison, Wisconsin 53704.

ARTICLE VII. AMENDMENTS

These Articles may be amended in the manner authorized by law at the time of amendment.

ARTICLE VIII. BOARD OF DIRECTORS

The affairs of this Association shall be managed by the Board of Directors which shall be comprised of three (3) directors who shall serve until their successors are elected as provided in the Bylaws. The names and addresses of the persons who are initially to act in the capacity as directors are:

<u>Name</u>	<u>Address</u>
Terrence R. Wall	HC Apartments - Phase I Corp. 2601 Crossroads Drive Madison, WI 53704
John E. Wall	701 Fairwell Drive Madison, WI 53704
Patrick Anderson	3300 Hedden Road, #2 Middleton, WI 53562

ARTICLE IX. MEMBERSHIP

Every person or entity who is a beneficial owner of a fee or undivided fee interest in any Unit which is subject to the Declaration, including contract buyers, shall be a member of the Association; provided, however, that persons or entities who hold an interest merely as security for the performance of an obligation shall not be deemed to be members by reason of such interest. Membership shall be appurtenant to and may not be separated from ownership of any Unit which is subject to assessment by the Association. Membership in the Association is mandatory for all such persons and entities. Voting rights of members, including the designation of voting classes, shall be set forth in the Bylaws of the Association.

ARTICLE X. STOCK, DIVIDENDS, COMPENSATION

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 OF MEMBERS FOR ASSOCIATION OBLIGATIONS

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

ARTICLE XII. INCORPORATOR

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

Harvey L. Temkin
Foley & Lardner
One South Pinckney Street
P. O. Box 1497
Madison, WI 53701-1497

Executed in duplicate on the 20th day of May, 1994.

[Signature]
Harvey L. Temkin

STATE OF WISCONSIN)
) ss.
COUNTY OF DANE)

Personally came before me this 20th day of May, 1994, the above named Harvey L. Temkin, to me known to be the person who executed the foregoing instrument, and acknowledged the same.

[Signature]
Notary Public, Dane County, WI
My Commission: Expires 7/24/94

This instrument was drafted by and after filing and recording shall be returned to Harvey L. Temkin, Foley & Lardner, P. O. Box 1497, Madison, WI 53701-1497.

STATE OF WISCONSIN
FILED
MAY 20 1994
DOUGLAS LA FOLLETTE
SECRETARY OF STATE