

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

RECORDED
Time...10:00AM

MAY 24 1993

Marlene Opdin
REGISTER OF DEEDS
DOOR COUNTY WIS.

By: _____

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RECEIVED
 SECRETARY OF STATE
 STATE OF WISCONSIN

93 MAY 18 10:00

ARTICLES OF INCORPORATION
 FOR
 HERITAGE LAKE RESORT CONDOMINIUM
 OWNERS' ASSOCIATION, INC.

The undersigned, being a natural person over the age of twenty-one (21) years and acting as incorporator of a Non-Stock, Non-Profit corporation under the provisions of the Wisconsin Non-Stock Corporation Law, Chapter 181 of the Wisconsin Statutes, does hereby adopt the following as the Articles of Incorporation of such corporation:

ARTICLE 1. Name. The name of the corporation is HERITAGE LAKE RESORT CONDOMINIUM OWNERS' ASSOCIATION, INC.

ARTICLE 2. Existence. The period of existence shall be perpetual.

ARTICLE 3. Purpose. Purposes for which this corporation is organized are as follows:

- A. To serve as an association of unit owners who own real estate and improvements under the condominium form of use and ownership (such real estate and improvements hereinafter sometimes referred to as "Condominium Property"), as provided in the Wisconsin Condominium Ownership Act, under the laws of the State of Wisconsin and subject to the terms and conditions of the Condominium Declaration for Heritage Lake Resort Condominium as recorded in the Office of the Register of Deed for Door County, Wisconsin (hereinafter referred to as the "Declaration");
- B. To serve as means through which the unit owners may collectively and efficiently administer, manage, operate and control the condominium property in accordance with the Condominium Ownership Act and the Declaration; and
- C. To engage in any lawful activity within the purposes for which a non-stock, non-profit corporation may be organized under the Wisconsin Statutes, subject to the Condominium Ownership Act and the Declaration.

ARTICLE 4. Powers. The corporation shall have all of the powers enumerated in the Wisconsin Non-Stock Corporation Law to the extent not inconsistent with the Condominium Ownership Act, the Declaration or the Bylaws, including without limitation, the following:

- A. To exercise exclusive management and control of the Common Elements and facilities described and set forth in the Declaration;

- B. To maintain, repair, replace, reconstruct, operate and protect the Common Elements and facilities as set forth in the Declaration.
- C. 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 or to properly effectuate the duties and responsibilities of the corporation as set forth in the Declaration;
- D. To determine, levy and collect 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 and facilities as described and set forth in the Declaration;
- E. To purchase insurance on the condominium property and insurance for the benefit of the corporation and its members as set forth in the Declaration;
- F. To make and amend reasonable regulations governing the use and operation of the condominium property in the manner provided in the Declaration;
- G. To enforce by legal means the provisions of the Condominium Ownership Act, the Declaration, the Bylaws and any rules and regulations governing the use and operation of the condominium property;
- H. To establish and maintain one or more bank accounts for deposit and withdrawal of the funds of the corporation, and;
- I. To do all things necessary or convenient to effectuate the purposes of the Declaration.

ARTICLE 5. Members. The corporation shall have two (2) classes of voting membership, consisting of Class A who shall be all unit owners with the exception of the Declarant, and Class B who shall consist of the Declarant, all as set forth in the Declaration.

ARTICLE 6. Principal Office and Registered Agent. The location of the principal office shall be at 8431 Highway 57, Baileys Harbor, Door County, Wisconsin 54202 and the initial registered agent of the corporation shall be Michael J. Parent at such address.

ARTICLE 7. Directors. The number of directors of the corporation shall be fixed by the Bylaws, but in no event shall be less than five (5). The manner in which directors shall be elected, appointed or removed shall be provided by the Bylaws.

The number of directors constituting the initial Board of Directors shall be five (5), and the names and addresses of the initial directors are:

Joseph H. Parent	4076 Glidden Drive Sturgeon Bay, WI 54235
M. Suzanne Parent	4076 Glidden Drive Sturgeon Bay, WI 54235
Michael J. Parent	250 North 18th Avenue Sturgeon Bay, WI 54235
Christine M. Parent	250 North 18th Avenue Sturgeon Bay, WI 54235
James R. Parent	8399 Highway 57 Baileys Harbor, WI 54202

ARTICLE 8. Incorporator. The name and address of the incorporator of this corporation is:

MICHAEL J. PARENT
250 North 18th Avenue
Sturgeon Bay, WI 54235

ARTICLE 9. Stock, Dividends, Dissolution. The corporation shall not have or issue shares of stock. No dividend shall ever be paid and no part of the assets or surplus of the corporation shall be distributed to its members, directors, or officers. The corporation may pay compensation in reasonable amounts to employees, members, directors, or officers for services rendered, and may confer benefits upon its member in conformity with its purposes.

In the event of dissolution of the corporation, all of its assets, after payment of its liabilities, shall be distributed to such one or more non-profit corporations, societies or organization having purposes deemed by a majority of its directors to be similar to those of this corporation, and, if none are deemed to exist, then to non-profit corporation, societies, or organizations devoted to the promotion of aesthetic, cultural or educational purposes.

