

ARTICLES OF INCORPORATION
OF
LIGHTHOUSE BAY II
CONDOMINIUMS, LTD.

ARTICLES OF INCORPORATION

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ARTICLES OF INCORPORATION

OF

LIGHTHOUSE BAY II CONDOMINIUMS, LTD.
(A Nonstock, Nonprofit Corporation)

This instrument is executed by the undersigned for the purpose of forming a Nonstock, Nonprofit Corporation under Chapter 181 of the Wisconsin Statutes (hereinafter "The Wisconsin Nonstock Corporation Law").

ARTICLE I

DEFINITIONS

The following definitions shall apply to these Articles:

"Common Elements" mean all of the Condominium except its Units.

"Condominium" refers to Lighthouse Bay II, a condominium.

"Condominium Ownership Act" refers to Chapter 703 of the Wisconsin Statutes (1983-84) as amended from time to time.

"Declarant" refers to Lighthouse Bay Joint Venture, a joint venture comprised of William E. Von Rutenberg and Elizabeth L. Von Rutenberg, as tenants-in-common, whose principal place of business is 5360 Westport Road, Madison, WI 53704.

"Declaration" means the Declaration of Condominium of Lighthouse Bay II, a condominium, as recorded in the Office of the Register of Deeds for Dane County, Wisconsin, and as amended from time to time.

"Mortgagee" means the holder of any recorded mortgage encumbering one or more Units or the land contract vendor of one or more Units.

"Unit" means that part of the Condominium intended for independent use as described in the Declaration.

"Unit Owner" means an individual, corporation, partnership, association, trustee or other legal entity, or a combination thereof who holds legal title to a Unit or has equitable ownership of a Unit as a land contract vendee.

ARTICLE II

NAME

The name of this corporation shall be Lighthouse Bay II Condominiums, Ltd. (hereinafter "Association").

ARTICLE III

PERIOD OF EXISTENCE

The period of existence of the Association shall be perpetual.

ARTICLE IV

PURPOSES

This Association is organized to serve as the "Association of Unit Owners," as defined in the Condominium Ownership Act, for Lighthouse Bay II, a condominium in Madison, Wisconsin, and to exercise the powers, carry out the responsibilities, and otherwise engage in any lawful activity authorized and permitted by the Condominium Ownership Act, the Declaration, the Bylaws, and The Wisconsin Nonstock Corporation Law.

ARTICLE V

PRINCIPAL OFFICE AND REGISTERED AGENT AND OFFICE

The mailing address of the principal office of this Association is 5360 Westport Road, Madison, WI 53704, and said principal office is located in the Town of Westport, Dane County, Wisconsin. The initial registered agent is Attorney Arthur W. Jorgensen, Jr. whose address is 6314 Odana Road, P. O. Box 56190, City of Madison, Dane County, Wisconsin 53705.

ARTICLE VI

MEMBERSHIP

The members of this Association shall at all times consist exclusively of all the Unit Owners of Lighthouse Bay II. Membership shall immediately commence upon acquisition of an ownership interest in a Unit of the Condominium and shall immediately terminate upon conveyance of such ownership interest. If a Unit Owner's ownership interest passes to his personal representative or to a trustee upon the Unit Owner's death, such personal representative or trustee shall be a member of the Association.

No Unit Owner may voluntarily withdraw or be expelled from membership in the Association. Membership certificates shall not be issued. Members shall have the additional rights and obligations and shall be subject to the additional restrictions contained in the Condominium Ownership Act, the Declaration, and the Bylaws of the Association.

ARTICLE VII

VOTING

One and only one vote in the affairs of the Association shall appertain to each Unit of the Condominium. If there are multiple owners of any Unit, it shall be necessary for those owners participating in the vote to act unanimously with respect to the vote appertaining to their Unit in order for their vote to be counted. No Unit Owner shall be entitled to vote on any matter submitted to a vote of the members until his name and current mailing address and the name and address of the Mortgagee of his Unit, if any, has been furnished to the Secretary of the Association. The Bylaws may contain a provision prohibiting any Unit Owner from voting on any matter submitted to a vote of the members if the Association has recorded a statement of condominium lien on the Unit Owner's Unit, as provided in the Condominium Ownership Act, and the amount necessary to release the lien has not been paid at the time of the meeting. Members shall have the additional voting rights and shall be subject to the additional restrictions on voting contained in the Condominium Ownership Act, the Declaration, and the Bylaws of the Association.

ARTICLE VIII

DIRECTORS

The affairs of this Association shall be governed by a Board of Directors. The number of directors shall be fixed in the Bylaws but in no event shall be less than three. Director qualifications, terms of office, and the manner in which the directors shall be elected, appointed, and removed shall be provided for in the Bylaws.

ARTICLE IX

INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors shall be three, and their names and address are as follows:

William E. Von Rutenberg
4944 Borchers Beach Road
Waunakee, WI 53597

Elizabeth L. Von Rutenberg
4944 Borchers Beach Road
Waunakee, WI 53597

Arthur W. Jorgensen, Jr.
6225 Old Sauk Road
Madison, WI 53705

The directors herein named shall serve until the first election of directors as provided in Article X, and any vacancies in their number occurring before the first election shall be filled by the remaining directors.

ARTICLE X

DECLARANT CONTROL

Subject to all provisions of the Declaration and the Bylaws of this Association with regard to Declarant control, and pursuant to sec. 703.15(2)(c), Stats., any and all of the powers and responsibilities of this Association and its officers shall be exercised by the Declarant for a period not to exceed the earlier of: (1) seven years from the date that the first Unit of the Condominium is conveyed by the Declarant to any other person; (2) thirty days after the conveyance of 75 percent of the Common Element interest of the Condominium to purchasers; or (3) the Declarant's election to waive its right of control. Prior to the conveyance of 25 percent of the Common Element interest of the Condominium to purchasers, the Association shall hold a meeting of its members, and the Unit Owners other than the Declarant shall elect at least 25 percent of the directors on the Board of Directors. Prior to the conveyance of 50 percent of the Common Element interest of the Condominium to purchasers, the Association shall hold a meeting, and the Unit Owners other than the Declarant shall elect at least 33 1/3 percent of the directors on the Board of Directors. The percentage of Common Element interest conveyed to purchasers above, shall be calculated by dividing the number of Units which have been conveyed to purchasers by the number of all of the Units which the Declarant has built and has reserved the right to build as provided in Section Thirteen of the Declaration.

ARTICLE XI

AMENDMENT

These Articles may be amended with the assent of 67 percent of the Unit Owners; provided, however, as long as the Declarant controls the Association, no amendment shall be effective without

the written consent of the Declarant. Any first Mortgagee or its insurer or guarantor shall, upon written request to the Association, be entitled to timely written advance notice of any such proposed amendment to these Articles.

ARTICLE XII

INCORPORATOR

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

Debra Peterson Conrad
49 Park Heights Court, #1
Madison, WI 53711

IN WITNESS WHEREOF, the undersigned has hereunto set her hand this 14th day of May, 1985.

Debra Peterson Conrad
Debra Peterson Conrad

ACKNOWLEDGEMENT

STATE OF WISCONSIN)
) ss.
COUNTY OF DANE)

Personally came before me, this 14th day of May, 1985, the above-named Debra Peterson Conrad, to me known to be the person who executed the foregoing instrument and acknowledged the same.

Jacinta R. Schwierske
Jacinta R. Schwierske
Notary Public, State of Wisconsin
My Commission Expires 7/7/85

This Instrument Drafted By:
Debra Peterson Conrad

MAIL RETURNED COPY TO:
Aberg, Jorgensen & Conrad
P. O. Box 56190
Madison, WI 53705