

Form 14
(1990)

United States of America

State of Wisconsin OFFICE OF THE SECRETARY OF STATE

RECORDER'S OFFICE
DANE COUNTY, WI.
JANE LIGHT
REGISTER OF DEEDS
RECORDED ON

JUN 20 8 15 AM '90

TO: REGISTER OF DEEDS

2206195

VOL 14338 PAGE 54

Attached please find a duplicate of a document filed in my office on the date endorsed therein. It is furnished in compliance with sec. 180.86(2)(b), 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

NON STOCK
ARTICLES OF INCORPORATION

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 1.

The name of the corporation is Madison Area CLE Corporation

Article 2.

The period of existence shall be perpetual

Article 3.

The purposes shall be to engage in any lawful activities authorized by Chapter 181 of the Wisconsin Statutes. ~~educational.~~ exclusively charitable, scientific, literary and

Article 4.

The principal office is located in Dane County, Wisconsin.

The address of the principal office is

The complete address, including street and number, if assigned, and the ZIP code, must be stated.

104 N. 1st St.
Madison, WI 53704

Article 5.

The name of initial registered agent is Sol Levin

Article 6.

The address of the initial registered agent is

The complete address, including street and number, if assigned, and the ZIP code, must be stated.

104 N. 1st St.
Madison, WI 53704

Article 7.

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

Select ONE of the following. Cross out the ONE not selected.

Article 8.
The number of directors shall be fixed by by-law but shall be not less than three.

~~Article 8.
The number of directors shall be _____ (State a definite number of at least three.)~~

OR

Article 9.

The names and addresses of the initial board of directors are:

Edward Schten
5710 Arbor Vitae Pl.
Madison, WI 53705

Bernard Stumbras
1006 Capital Ave.
Madison, WI 53705

James A. Burkholder
3538 Wyota Ave.
Madison, WI 53711

At least 3, with complete address including street and number, if assigned, and the ZIP code.

Select ONE of the following. Cross out the ONE not selected.
See instructions on page 4.

Article 10.
Membership Provisions will be set forth in the by-laws.

~~Article 10.
Membership Provisions are as follows:~~

OR

Article 11. (Other provisions, if any)

See Attached Sheet

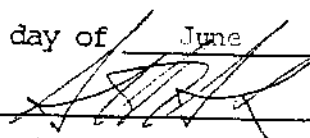
Article 12.

The name and address of incorporator (or incorporators) are:

| NAME | ADDRESS (street & number, city, state & ZIP code) |
|-------------------------|--|
| 1) <u>Scott Herrick</u> | <u>3 S. Pinckney St., Ste. 715</u> |
| 2) _____ | <u>P. O. Box 160</u> |
| 3) _____ | <u>Madison, WI 53701</u> |
| 4) _____ | _____ |

Executed in duplicate on the 8th day of June, 19 90.

All incorporators



Scott Herrick

SIGN HERE

* ARTICLE 11.

1. No part of the earnings of this corporation will inure to the benefit of private shareholders or individuals, except that the corporation shall be authorized to pay reasonable compensation for services rendered.
2. No activities of the corporation shall attempt to influence legislation except as may be permitted under provisions of the Internal Revenue Code of 1954. The corporation shall not participate to any extent in a political campaign for or against any candidate for public office.
3. This organization is dedicated to exclusively charitable, scientific, literary, and educational purposes and in the event of dissolution, any remaining assets shall be distributed to organizations which shall at that time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law.)
4. Notwithstanding any other provision of these articles, the corporation shall not carry on activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law.)

NOTARY: In completing this section, please specifically name the individual(s) whose signature(s) you are witnessing. The name(s) you cite should agree in every particular with the printed or typewritten name(s) as it appears in Article 12. Affix your seal, sign and state commission expiration date.

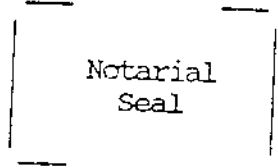
STATE OF WISCONSIN

County of Dane SS.

Personally came before me this 8th day of June A.D., 1990
the aforementioned incorporator(s) (1) Scott Herring
(2) _____ (3) _____ (4) _____
to me known to be the person(s) who executed the foregoing instrument, and
acknowledged the same.

My commission
expires 7-12-92

Virginia J. Harris
Notary Public Signature



This document was drafted by Atty. Scott Herring
(Name of individual required by law) PLEASE PRINT OR TYPE

If a problem exists with the filing of this form, may we call you to attempt to resolve it? If so, please provide us with a phone number at which you can be reached during the day.
(608) 257-1350

STATE OF WISCONSIN
FILED
JUN 14 1990

Submit a second and third choice corporate name: This name would be entered in Article 1, if your first choice corporate name is unavailable. (2) _____
(3) _____

DOUGLAS LA FOLLETTE
SECRETARY OF STATE

PREPARATION, FEES AND TRANSMITTAL

Prepare document in **DUPLICATE ORIGINAL**. Furnish Secretary of State two identical copies of the articles of incorporation. (Mailing address: Corporation Division, Secretary of State, P.O. Box 7846, Madison, WI 53707). One copy will be retained (filed) by Secretary of State and the other copy will be transmitted by the Secretary of State directly to the Register of Deeds of the county within which the corporation's principal office is located, together with your check for the recording fee. When the recording has been accomplished, the document will be returned to the address you furnish on the back of this form.

Two (2) **SEPARATE REMITTANCES** must accompany the documents.

- 1) Send a **FILING FEE** of \$35 payable to **SECRETARY OF STATE** with the articles of incorporation. Your cancelled check is your receipt for fee payment.
- 2) Send a **RECORDING FEE** of \$10 (or more) payable to **REGISTER OF DEEDS** with the articles of incorporation. Recording fee for this standard form is \$10. If you append additional pages, add \$2 more recording fee for each additional page. Please furnish the fee for the Register of Deeds in check form to this office and we will transmit it to the Register of Deeds with the document for recording.

NOTE: Organizations expecting to apply to Internal Revenue Service for federal TAX-EXEMPT STATUS are advised to obtain and read IRS Publication 557 "Tax-Exempt Status for Your Organization" before preparing articles of incorporation, as the document must contain particular language and provisions to meet federal tax code requirements. IRS Forms 1023, 1024 and 8718 explain the requirements, procedures and fee for making application.

INSTRUCTIONS AND SUGGESTIONS

ARTICLES OF INCORPORATION

Mail Returned Copy to:

(FILL IN THE NAME AND ADDRESS HERE)

VOL 14338 PAGE 59

Atty. Scott Merrick
P. O. Box 168
Madison, WI 53701-0168

Article 1. The name must contain "Corporation", "Incorporated", or "Limited" or the abbreviation of one of those words.

Article 2. Insert "perpetual". You may insert any limitation desired, but not indefinite or a word to imply an indefinite status. Corporate existence begins as of the date that the articles of incorporation are approved for filing by the Secretary of State's office.

Article 3. May show definite purposes or may use language to the effect that the corporation may engage in any lawful activities authorized by Chapter 181 of the Wisconsin Statutes. (The statute expressly states that it is not necessary to enumerate the powers.)

Article 4. Give complete mailing address of the corporation's principal office in Wisconsin, including street name and number, city and ZIP code, and the COUNTY within which the office is located. P.O. Box addresses may be used.

Articles 5 and 6. The corporation must have a registered agent in Wisconsin. Be sure and show a complete address, including street and number, city and ZIP code for the registered agent. P.O. Box addresses may be included for mailing purposes.

Article 9. Sec. 181.20(2) provides that the initial board of directors shall be named in the articles of incorporation. The number of directors shall not be less than three. Please give addresses of the initial directors.

Article 10. If the membership provisions are set forth in the articles of incorporation (rather than in the by-laws), provide for A) method of accepting and discharging members; B) any denial or restriction of voting rights; and C) any classification of members, including the distinguishing features of each class. If the corporation is to have NO MEMBERS, strike out both imprinted Articles 10 and substitute the remark that "The corporation is to have no members," and further set forth the manner of election or appointment of directors.

Article 12. Have the **INCORPORATOR SIGN** before a Notary Public. The number of incorporators may be one or more, but all the incorporators listed in the articles must sign. Make sure that both of the copies have **ORIGINAL SIGNATURES**. Carbon copy, photocopy, or rubber stamp signatures are not acceptable.

Notary Public must **SIGN AND AFFIX SEAL** on both copies of the articles, and complete their statement in the area provided. Make sure that original signatures and seal impressions appear on both copies.

If the document is executed or acknowledged in Wisconsin, sec. 14.38(14) of the Wisconsin Statutes provides that it shall not be filed unless the name of the person (individual) who, or the governmental agency which, drafted it is printed, typewritten, stamped or written thereon in a legible manner.