

ARTICLES OF INCORPORATION
OF
LAKES EDGE CONDOMINIUM ASSOCIATION, INC.

The undersigned, acting as Incorporator of a non-stock, non-profit corporation pursuant to KRS 273.161 to 273.390, adopts the following Articles of Incorporation:

ARTICLE 1 - NAME

The name of the corporation is LAKES EDGE CONDOMINIUM ASSOCIATION, INC.

ARTICLE 2 - PURPOSE

The Corporation is organized to administer the condominium regime of the Lakes Edge Condominium Homes pursuant to the Master Deed of Lakes Edge Condominium Homes and to do or perform any act or thing permitted by law which will promote the common benefit and enjoyment of the Lakes Edge Condominium Homes.

ARTICLE 3 - DURATION

The duration of the Corporation shall be perpetual.

ARTICLE 4 – REGISTERED OFFICE AND AGENT

The street address and mailing address of the registered office of the Corporation in the Commonwealth of Kentucky is 843 Lane Allen Road, Lexington, Kentucky 40504. The registered agent at the same address is Eli Mashni.

ARTICLE 5 – PRINCIPAL OFFICE

The mailing address of the Corporation's principal office is 18650 West Corporate Drive, Suite 100, Brookfield, Wisconsin 53045.

ARTICLE 6 – MEMBERSHIP AND VOTING RIGHTS

Membership and voting rights shall be pursuant to the Master Deed and By-Laws.

ARTICLE 7 – BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The initial Board of Directors shall consist of three (3) Directors, who shall hold office until their

successors are elected and have qualified, or until removed. The names and addresses of the members of the initial Board of Directors are:

Eli Mashni, 843 Lane Allen Road, Lexington, KY 40504

Gregory S. Leas, 18650 Corporate Drive, Ste. 100, Brookfield, WI 53045

Robert F. Rice, 18650 Corporate Drive, Ste. 100, Brookfield, WI 53045

ARTICLE 8 – LIABILITY OF DIRECTORS

The liability of each and all of the Directors of this Corporation shall be eliminated or limited to the greatest extent permitted by law and no Director of the Corporation shall be liable to the Corporation or its shareholders for monetary damages for breach of such Director's duties as a Director except for the following (which exceptions shall be construed as narrowly as legally permissible):

- (1) Any transaction in which the Director's personal financial interest is in conflict with the financial interest of the Corporation;
- (2) Acts or omissions not in good faith or which involve intentional misconduct or are known to the Director to be a violation of the law;
- (3) Any transaction from which the Director derived an improper personal benefit.

ARTICLE 9 – INCORPORATOR

The name and mailing address of the Incorporator is Richard V. Murphy, Murphy & Martin, PLC, 250 W. Main Street, Suite 2950, Lexington, Kentucky 40507.

SIGNED AND ACKNOWLEDGED by the Incorporator at Lexington, Kentucky this _____ day of _____, 2007.

RICHARD V. MURPHY

STATE OF KENTUCKY

COUNTY OF FAYETTE

The foregoing Articles of Incorporation were acknowledged before me this ____ day of _____, 2007 by Richard V. Murphy, as Incorporator of Lakes Edge Condominium Association, Inc.

My commission expires: _____

NOTARY PUBLIC, KENTUCKY
STATE AT LARGE

ACCEPTANCE OF APPOINTMENT AS
REGISTERED AGENT

I, Eli Mashni, hereby accept appointment as the initial Registered Agent of Lakes Edge Condominium Association, Inc.

Dated this ____ day of _____, 2007.

THIS INSTRUMENT WAS
PREPARED BY:

RICHARD V. MURPHY
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