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# ARTICLES OF INCORPORATION – NONSTOCK CORPORATION

(NOTE: Do not use this form for organizing a for-profit business corporation. Use Form 2)

Executed by the undersigned for the purpose of forming a Wisconsin nonstock corporation under Ch. 181 of the Wisconsin Statutes, repealed and recreated by 1997 Wisconsin Act 79:

MILWAUKEE PRIDE, INC.

Article 1. Name of the corporation: \_\_\_\_\_  
(Must include "Inc." or similar word. See Instructions)

Article 2. The corporation is organized under Ch. 181 of the Wisconsin Statutes.

Article 3. Name of the initial registered agent: SCOTT D GUNKEL

Article 4. Street address of the initial registered office: (The complete address, including street and number, if assigned, and ZIP code. P O Box address may be included as part of the address, but is insufficient alone.)  
1110 North Market Street, 2nd Floor  
Milwaukee, WI 53202

12/12/2012 10:24 AM  
DCorp \$35.00  
144856 #. 1

Article 5. Mailing address of the initial principal office: \_\_\_\_\_  
1110 North Market Street, 2nd Floor Milwaukee, WI 53202

Article 6. (Select and mark (X) one of the statements below)

The corporation will have members. OR  The corporation will not have members.

(OPTIONAL) Article 7. Name and address of the initial directors (minimum of three):

- Scott Gunkel - 2425 N. 47th Street, Milwaukee, WI 53210
- Michail Takach - 222 S. 3rd Street, Milwaukee, WI 53204
- Stephanie Knuteson - 504 S. Grand Avenue, Waukesha, WI 53186
- Tim Talsky - S31W38601 School Section Lake Roda, Dousman, WI 53118
- Francisco Araiza - 2590 S. Graham Street, Milwaukee, WI 53207
- Paul Masterson - 2741 S. Taylor Avenue, Milwaukee, WI 53207
- Pete Minns - 921 Algoma Drive, Port Washington, WI 53074
- Minh Nguyen - 1505 N. Franklin Place, #403, Milwaukee, WI 53202
- Tangia Stegall - 1941 N. 102nd Street, Milwaukee, WI 53227

**FILING FEE - \$35.00** SEE instructions, suggestions, and procedures on following pages.  
DFI/CORP/102(R2/8/10) Use of this form is voluntary.

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MILWAUKEE PRIDE, INC – ARTICLES OF INCOPORATION

EXHIBIT A

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- A. **INCUREMENT OF INCOME.** No part of the net earnings of the corporation shall incur to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.
- B. **LEGISLATIVE OR POLITICAL ACTIVITES.** No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- C. **OPERATIONAL LIMITATIONS.** Notwithstanding any other provisions of these articles, the corporation shall not carry on any other 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 1986 (or the corresponding provision of any future United State Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).
- D. **DISSOLUTION CLAUSE.** Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Members shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations as said Court shall determine which are organized and operated exclusively for such purposes.

(OPTIONAL) Article 8. The purpose or purposes for which the corporation is organized:

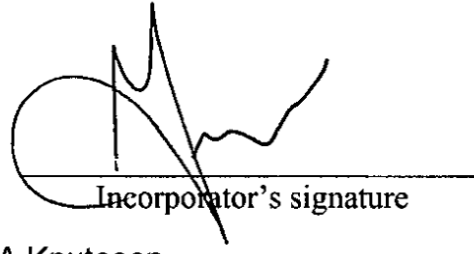
The corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code. Subject to such limitation, the corporation may engage in any lawful activities authorized under Chapter 181, Wisconsin statutes.

Article 9. Other Provisions - See attached Exhibit A.

10.  
Article 9. Name and complete address of each incorporator:

Scott Gunkel - 2425 N. 47th Street, Milwaukee, WI 53210

Michail Takach - 222 S. 3rd Street, Milwaukee, WI 53204

  
Incorporator's signature  
Incorporator's signature

This document was drafted by Stephanie A Knuteson  
(Name the individual who drafted the document)

OPTIONAL - Second choice corporate name if first choice is not available: \_\_\_\_\_

**INSTRUCTIONS** (Ref. sec. 181.0202 Wis. Stats. for document content)

<b>Submit one original and one exact copy along with the required filing fee of \$35.00 to the address listed below. Make checks payable to the "Department of Financial Institutions". Filing fee is non-refundable. Sign the document manually or otherwise allowed under sec. 181.0120(2).</b>		
<b>Mailing Address:</b> Department of Financial Institutions Division of Corporate & Consumer Services P O Box 7846 Madison WI 53707-7846	<b>Physical Address for Express Mail:</b> Department of Financial Institutions Division of Corporate & Consumer Services 345 W. Washington Ave - 3 <sup>rd</sup> Fl. Madison WI 53703	Phone: 608-261-7577 FAX: 608-267-6813 TTY: 608-266-8818

**NOTICE:** This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

Article 1. The name must contain "corporation", "incorporated", "company", or "limited" or the abbreviation "corp.", "inc.", "co." or "ltd." or comparable words or abbreviations in another language. If you wish to provide a second choice name that you would accept if your first choice is not available, enter it in the "Optional" area on page 2.

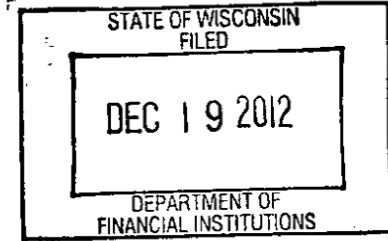
Article 2. This statement is required by sec. 181.0202(1)(a).

Articles 3 & 4. The corporation must have a registered agent located at a registered office in Wisconsin. The address of the registered office is to describe the physical location where the registered agent maintains their business office. Set forth the street number and name, city and ZIP code in Wisconsin.

\$35.00 fle JA

ARTICLES OF INCORPORATION

Nonstock Corporation



┌ SCOTT D GUNKEL ┐  
└ 1110 NORTH MARKET STREET, 2ND FLOOR ┘  
└ MILWAUKEE, WI 53202 ┘

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▲ Enter your return address within the bracket above.

Phone number during the day: ( 414 ) 272 - 3378

INSTRUCTIONS (Continued)

Articles 3 & 4. (Cont'd) P O Box addresses may be included as part of the address, but are insufficient alone. The corporation may not name itself as its own registered agent.

Article 5. The articles of incorporation must set forth the address of the corporation's principal office. "Principal office" means the office, whether in or outside Wisconsin, in which are located its principal executive offices.

Article 6. Select and check the appropriate box in article 6 to indicate if the corporation will or will not have members. A "member" means a person who has membership rights in a corporation in accordance with its articles of incorporation or bylaws.

Articles 7 & 8. These articles (or others you may wish to add) are provided for optional information that you may elect to include, such as the name and address of the initial directors, a purposes clause, tax-exempt provisions, etc. Do not include by-laws, as the department does not accept by-laws for record. Extensive additional provisions may make use of this pre-printed form impractical. If you elect to draft your own articles of incorporation, do not also submit the pre-printed form. (NOTE: Corporations 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 these articles of incorporation, as the articles must contain particular language and provisions to meet federal tax code requirements.)

Article 9. Enter the name and complete address of each incorporator. There may be one or more incorporators. At least one incorporator is required to sign the document, although all incorporators may sign.

No certificate of incorporation will be issued. The "FILED" endorsement applied to this document by the Department of Financial Institutions is evidence that the articles of incorporation have been accepted. One or more "Received" endorsements may appear on the document, but do not indicate its acceptance for filing.

If the document is executed in Wisconsin, sec. 182.01(3) provides that it shall not be filed unless the name of the person (individual) who drafted it is printed, typewritten or stamped thereon in a legible manner. If the document is not executed in Wisconsin, enter that remark.