

file

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THIS MUST BE RECORDED PROMPTLY WITH THE COUNTY REGISTER OF DEEDS

United States of America

State of Wisconsin
Office of Secretary of State

1690257

VOL 2429 PAGE 75

TO ALL TO WHOM THESE PRESENTS SHALL COME, GREETING:

The undersigned, as Secretary of State of the State of Wisconsin, certifies that the attached is a duplicate of a document accepted and filed in my office.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, at Madison, on the date of filing of said document.

Vel Phillips
VEL PHILLIPS
Secretary of State

10280

Executed by the undersigned for the purpose of forming a cooperative association under Chapter 185 of the Wisconsin Statutes.

ARTICLE 1

Name

The name of the cooperative shall be RIDGE SIDE CO-OPERATIVE.

ARTICLE 2

Principal Office

The principal office of the cooperative shall be located in the City of Madison, Dane County, Wisconsin, and the post office address shall be 847 Williamson Street, Madison, Wisconsin, 53703.

ARTICLE 3

Purposes

This cooperative may engage in any activity within the purposes for which cooperatives may be organized under Wisconsin Statutes 185, including but not limited to:

1. Purchase, acquire, own, hold, sell, lease, encumber, improve, develop, maintain, administer, operate and service the real estate located at 847-839 Williamson Street, Madison, Dane County, Wisconsin, and generally to do all things necessary, proper and incidental to the organization, development and operation of a limited equity housing community and project;

2. Provide its members and resident households with housing and community facilities, if any, on a limited equity cooperative basis;

3. To promote cooperative housing for the mutual benefit of its members by providing adequate housing at a reasonable cost;

4. Serve as a model of a limited equity cooperative for the mutual responsible collaboration of city-wide and community based institutions in planning and conducting neighborhood revitalization programs and projects;

5. Stabilize and reduce the trend toward rapid turnover of residential property in the Williamson Street, City of Madison, area;

6. Affirmatively recruit minorities, women and other protected classes and groups of individuals as members and resident households of the co-op.

7. Promote equal housing opportunity to all persons regardless of sex, race, religion, color, national origin or ancestry, age, handicap, marital status, source of income, arrest record or conviction record, less than honorable discharge, physical appearance, sexual orientation, political beliefs or the fact that such person is a student.

DA-90257 BEC 1 60 700 RM

Capital Stock

- Section 1. This cooperative is organized with capital stock.
- Section 2. There shall be one class of stock.
- Section 3. The capital stock of the co-op shall consist of 17,325 shares of capital stock, each having a par value of One Dollar (\$1) per share.
- Section 4. No dividend will be paid on said stock.
- Section 5. Capital stock may be sold or transferred only upon the consent and approval of the Board of Directors, and only upon the terms and conditions established by the Board of Directors and the By-Laws, and only to persons who do or will reside in the cooperative property.
- Section 6. The cooperative retains the option to purchase any of said stock pursuant to the terms and conditions as established in the By-Laws.
- Section 7. A shareholder's equity in the cooperative shall be restricted and shall not exceed the "transfer value" of the capital stock as defined in the By-Laws.
- Section 8. Restrictions on transfer value and rights of the shareholders are further defined in the By-Laws.

ARTICLE 5

Membership

- Section 1. The cooperative shall have one class of members.
- Section 2. Membership shall be limited to shareholders of the cooperative who reside in the cooperative property and who have been approved by the Board of Directors.
- Section 3. Membership eligibility, application, entry requirement, restrictions of transfer of membership, termination of membership, meetings of members, and voting rights of members are further defined and restricted as set forth in the By-Laws.

ARTICLE 6

Directors

The number of Directors shall not be less than three (3) and the number, qualifications, term of office, method and manner of election, and powers and duties shall be set forth in the By-Laws.

Distribution of Net Earnings

- Section 1. This cooperative shall be operated without profit for the benefit of of the members and shareholders and at least once annually the Directors shall determine and allocate the net proceeds as provided for in Wisconsin Statutes 185.45, which provides for mandatory allocation of all net earnings on the basis of patronage. The method of distribution of any net earnings shall be determined by the Board of Directors pursuant to Wisconsin Statutes 185.45.
- Section 2. The Board of Directors shall have the option to apportion and allocate any of the net proceeds to allocated or unallocated surplus or reserves of the cooperative.
- Section 3. If in any year the cooperative's receipts do not produce net proceeds, the Board of Directors may charge any loss against reserves heretofore provided, or allocate such deficit to the shareholders on an equitable basis.

ARTICLE 8

Dissolution and Liquidation

Upon liquidation or dissolution of this cooperative, proceeds therefrom shall be distributed in the following order:

- A. Satisfaction of any outstanding financial debts and/or obligations of the cooperative;
- B. To all shareholders of record, their "transfer value" as defined in the By-Laws, if sufficient funds exist; otherwise a prorated share thereof;
- C. If there exists additional funds after providing for A. and B. above, the balance of said funds shall be donated as determined by the Board of Directors to any charitable, nonprofit organization, the purpose of which is to provide low income housing alternatives.

ARTICLE 9

Amendments

The cooperative may amend these Articles or may dissolve in the manner provided by statute at the time of amendment or dissolution, except that any such amendment or dissolution shall require an affirmative vote of three-fourths (3/4) of the Directors entitled to vote at the time of said amendment or dissolution at a meeting duly called and noticed for said purposes.

ARTICLE 10

Incorporators

The names and addresses of each incorporator are:

Michael R. Christopher	1625 Rutledge Madison, Wisconsin 53704
Alicia K. Ashman	2114 Bascom Madison, Wisconsin 53705
R. Richard Wagner	754 Jenifer Madison, Wisconsin 53703
Roger H. Ganser	4017 Cherokee Madison, Wisconsin 53711
Elizabeth H. Askey	2105 Regent Madison, Wisconsin 53705
William M. Feitlinger	502 Russell Madison, Wisconsin 53703
Frank Jablonski	1415 Williamson Madison, Wisconsin 53703

ARTICLE 11

Temporary Board of Directors:

The names and addresses of the members of the temporary Board of Directors are:

Michael R. Christopher	1625 Rutledge Madison, Wisconsin 53704
Alicia K. Ashman	2114 Bascom Madison, Wisconsin 53705
R. Richard Wagner	754 Jenifer Madison, Wisconsin 53703
Roger H. Ganser	4017 Cherokee Madison, Wisconsin 53711
Elizabeth H. Askey	2105 Regent Madison, Wisconsin 53705
William M. Feitlinger	502 Russell Madison, Wisconsin 53703
Frank Jablonski	1415 Williamson Madison, Wisconsin 53703

Executed in duplicate this 27th day of October, 1980.

Michael R. Christopher
Michael R. Christopher

Alicia K. Ashman
Alicia K. Ashman

R. Richard Wagner
R. Richard Wagner

R. H. Ganser
Roger H. Ganser

Elizabeth H. Askey
Elizabeth H. Askey

William M. Feltlinger
William M. Feltlinger

Frank Jablonski
Frank Jablonski

STATE OF WISCONSIN)
DANE COUNTY) ss.

Personally came before me this 27th day of October, 1980, the above named Michael R. Christopher, Alicia K. Ashman, R. Richard Wagner, Roger H. Ganser, Elizabeth H. Askey, William M. Feltlinger, and Frank Jablonski, to me known to be the persons who executed the foregoing instrument and acknowledged the same.

Patricia W. Valoff
Notary Public, State of Wisconsin
MY COMMISSION December 11, 1983

This Instrument Drafted By:
Atty. Timothy C. Sweeney

Return:
Mediam Development Corp
23 N. Punchbury
Wisconsin
3-3703

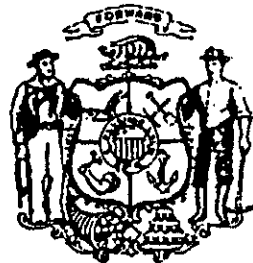
October 1980

REGISTERS OFFICE
DANE COUNTY, WIS
RECORDED ON
00 DEC 1 P 3:00
1980
Register of Deeds

COPY

UNITED STATES OF AMERICA

The State of Wisconsin



DATE: October 27, 1980

OFFICE OF THE SECRETARY OF STATE

TO ALL TO WHOM THESE PRESENTS SHALL COME:

The undersigned, as Secretary of State of the State of Wisconsin, hereby certifies that, on the date above written, Articles of Incorporation (or Association) of

RIDGE SIDE CO-OPERATIVE

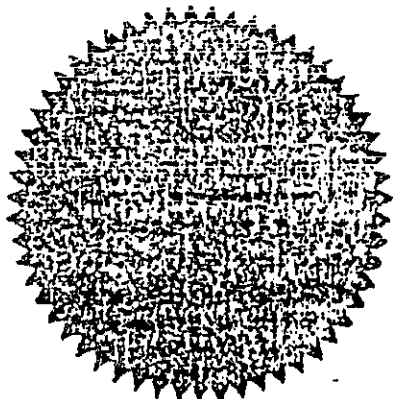
were filed in my office under the provisions of the Wisconsin Statutes, and in particular under

- () Chapter 180 - Wisconsin Business Corporation Law
- () Section 180.99 - The Service Corporation Law
- (xx) Chapter 185 - Wisconsin Co-operative Association Act

THE STATE OF WISCONSIN does hereby grant unto said organization the powers and privileges conferred upon such organization by the Wisconsin Statutes for the pursuit of any purposes lawful under the chapter or section, of the Wisconsin Statutes, of its organization except as such purposes may be further limited in said Articles.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal, at Madison, on

December 15, 1980 VEL PHILLIPS
Secretary of State



SEE REVERSE FOR MORE INFORMATION

05 MAY -5 AM 11:30

COPY

State of Wisconsin
Department of Financial Institutions



ARTICLES OF AMENDMENT - COOPERATIVE

- A. The present name of the cooperative (prior to any change effected by this amendment) is:
Ridge Side Co-operative
- B. The cooperative's principal office or registered agent is in Dane county, WI.
- C. Text of Amendment (*Refer to the existing articles of incorporation and the instructions on the reverse of this form. Determine those items to be changed and set forth the number identifying the paragraph in the articles of incorporation being changed and how the amended paragraph is to read.*)

RESOLVED, THAT the articles of incorporation be amended as follows:

I. Article 3, purpose, is amended to add an additional paragraph:

8. In order to accomplish these purposes, the Co-op shall limit its resident members to households whose incomes fall into the following income categories. No less than two thirds of the housing units shall be occupied by households with incomes equal to or less than 80% of the area median income. The carrying charges (aka rents) shall be set so that they do not exceed 30% of the income of a household having an income equal to 80% of the area median income. For this computation the household size used shall be for a family of two.

II. Article 7 shall be deleted and in its place shall be the following:

All earnings or losses of the Co-op shall be retained by the Co-op. None of them shall be distributed or allocated to the members.

III. Article 9 shall be amended by adding the following text after the current text:

These provisions regarding distribution of assets upon dissolution may not be changed, pursuant to the provisions of § 185.033 WI Statutes.

FILING FEE - \$10.00, or more. See instructions, suggestions and procedures on following pages.

DFI/CORP/204(R02/10/03) Use of this form is voluntary.

1 of 3

D. The foregoing amendment to the articles of incorporation of said cooperative was adopted on March 24, 2005 (date) by the following vote:

Classes of Members	Number of Members with Voting Rights	Number voting	
		FOR	AGAINST
<u>1</u>	<u>9</u>	<u>7</u>	<u>0</u>
_____	_____	_____	_____

E. Executed on 4/6/05 (date)

(Affix seal or state that there is No Seal)

ABSTENTIONS

1

Laurie A. Wermter

President

Sarah Chad

Secretary

David R. Sparer, attorney for the Co-op

This document was drafted by _____
(Name the individual who drafted the document)

INSTRUCTIONS (Ref. ss. 185.53, Wis. Stats. for document content)

Submit two signed copies to Dept. of Financial Institutions, P O Box 7846, Madison WI, 53707-7846, together two separate checks, one for the **FILING FEE** and other for the county **RECORDING FEE** (see instructions below). Filing fee is **non-refundable**. (If sent by Express or Priority U.S. mail, address to 345 W. Washington Ave., 3rd Floor, Madison WI, 53703). Both copies must bear original manual signatures. **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. If you have any questions, please contact the Division of Corporate & Consumer Services at 608-261-7577. Hearing-impaired may call 608-266-8818 for TTY. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

- A. Enter the name of the cooperative, before any change effected by this amendment.
- B. Enter the name of the county within which the cooperative has its principal office or its registered agent.
- C. Set forth the text of the amendment(s). The text should recite the resolution adopted (e.g., "Resolved, that Article 1 of the articles of incorporation be amended to read: (enter the amended article). If the amendment changes the name of the cooperative, the new must include the word "cooperative" or an abbreviation thereof.

ARTICLES OF AMENDMENT - Cooperative

┌
Attorney David R. Sparer
16 N. Carroll st, suite 500
Madison, WI 53703

└
▲ Your name, return address and phone number during the day: (608) 257-1369

INSTRUCTIONS (Continued)

D. Enter the classes of members voting on the adoption of the amendment, the number of members with voting rights in each class, and the number of votes of each class voted for and against the adoption. Adoption requires an affirmative vote of two-thirds of the votes cast, unless the articles require a greater vote or stockholders are entitled by sec. 185.52 to vote.

E. Enter the date the document was signed. The document is to be signed by the cooperative's President (or Vice-President) and Secretary (or Assistant Secretary), and the corporate seal affixed. If the cooperative does not have a seal, enter the remark "No Seal." Original signatures are required.

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 "not executed in Wisconsin."

FILING FEE - \$10.00. If the amendment increases the number of capital shares, provide an additional remittance of \$1.25 for each \$1,000 of newly-created shares. Make check payable to **Department of Financial Institutions**.

RECORDING FEE - \$ 17.00 for this standard form with no additional pages. If pages are added, add \$2.00 more for each additional page. Make check payable to **Register of Deeds**, but submit the check to the Department of Financial Institutions with the document. The department will forward the check and a copy of the filed document to the Register of Deeds for recording. If the amendment changes the address of the cooperative's registered agent or principal office to new county, provide an additional original of the document and a check for each Register of Deeds

Articles of Amendment
For
RIDGE SIDE CO-OPERATIVE



8 6 3 6 4 5 4
Tx:8504979

Document Number

Document Title

**KRISTI CHLEBOWSKI
DANE COUNTY
REGISTER OF DEEDS**

**DOCUMENT #
5043345**

12/12/2013 3:24 PM
Trans. Fee:
Exempt #:
Rec. Fee: 30.00
Pages: 4

Atty David Sparer
Herrick & Kasdorf LLP
16 N Carroll St., Suite 500
Madison, WI 53703

*Return
To*

Parcel Identification Number (PIN)

DFI/CORP/30
DOCUMENT
2/00

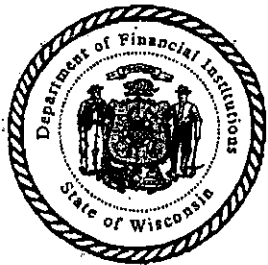
United States of America
State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS



Greetings:

I do hereby certify that the annexed copy has been compared with the document on file in the Corporation Section of the Division of Corporate & Consumer Services of this department, and that the same is a true copy thereof; and that I am the legal custodian of said document, and that this certification is in due form.

IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed the official seal
of the Department



George Petak

DATE: December 10, 2013

BY: *Robert Lars*

George Petak, Administrator
Division of Corporate and Consumer Services
Department of Financial Institutions

THIS PAGE IS PART OF THIS LEGAL DOCUMENT - DO NOT REMOVE

RECEIVED



2013 DEC -2

WISCONSIN DEPT. OF
FINANCIAL INSTITUTIONS

ARTICLES OF AMENDMENT - COOPERATIVE

- A. The present name of the cooperative (prior to any change effected by this amendment) is:
Ridge Side Cooperative
- B. The cooperative's principal office or registered agent is in Dane county, WI.
- C. Text of Amendment (*Refer to the existing articles of incorporation and the instructions on the reverse of this form. Determine those items to be changed and set forth the number identifying the paragraph in the articles of incorporation being changed and how the amended paragraph is to read.*)

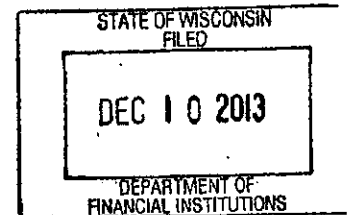
RESOLVED, THAT the articles of incorporation be amended as follows:

Article 3, subsection 8, shall be amended as follows: The second sentence thereof shall be removed entirely and replaced with the following language:

At least 75 percent of the residential units shall be occupied by low-income or very low-income persons or be vacant and available only to low-income or very low-income persons, and at least one of the following shall also apply: a. At least 20 percent of the residential units are rented to households who are very low-income or are vacant and are only available to such persons, or b. At least 40 percent of the residential units are rented to households whose income does not exceed 120 percent of the very low-income limit or are vacant and only available to such persons. For purposes of this subsection, low-income persons (or households) and very low-income persons (or households) shall be determined in accordance with the income limits published by the federal department of housing and urban development for low-income and very low-income families under the National Housing Act of 1937, for the Madison area.

END

This amendment shall become effective on December 10, 2013.



FILING FEE - \$10.00, or more. See instructions, suggestions and procedures on following pages.
DFI/CORP/204(R05/13) Use of this form is voluntary.

D. The foregoing amendment to the articles of incorporation of said cooperative was adopted on Tuesday, October 22, 2013 (date) by the following vote:

Classes of Members	Number of Members with Voting Rights	Number voting	
		FOR	AGAINST
<u>1</u>	<u>9</u>	<u>8</u>	<u>0</u>
_____	_____	_____	_____

E. Executed on October 22, 2013 (date)

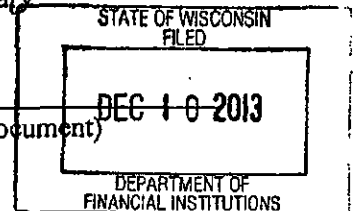
(Affix seal or state that there is No Seal)

Laurie A. Wermter
President

Leah Edgar
Secretary

Attorney David R. Sparer

This document was drafted by _____
(Name the individual who drafted the document)



INSTRUCTIONS (Ref. ss. 185.53, Wis. Stats. for document content)

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- A. Enter the name of the cooperative, before any change effected by this amendment.
- B. Enter the name of the county within which the cooperative has its principal office or its registered agent.
- C. Set forth the text of the amendment(s). The text should recite the resolution adopted (e.g., "Resolved, that Article 1 of the articles of incorporation be amended to read: (enter the amended article). If the amendment changes the name of the cooperative, the new must include the word "cooperative" or an abbreviation thereof. ~

ARTICLES OF AMENDMENT – Cooperative

F

Attorney David R. Sparer
Herrick & Kasdorf, LLP
16 N. Carroll st., suite 500
Madison, WI 53703

L

▲ Your name, return address and phone number during the day: (608) 257-1369

INSTRUCTIONS (Continued)

D. Enter the classes of members voting on the adoption of the amendment, the number of members with voting rights in each class, and the number of votes of each class voted for and against the adoption. Adoption requires an affirmative vote of two-thirds of the votes cast, unless the articles require a greater vote or stockholders are entitled by sec. 185.52 to vote.

E. Enter the date the document was signed. The document is to be signed by the cooperative's President (or Vice-President) and Secretary (or Assistant Secretary), and the corporate seal affixed. If the cooperative does not have a seal, enter the remark "No Seal." Original signatures are required.

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 "not executed in Wisconsin."

FILING FEE - \$10.00. If the amendment increases the number of capital shares, provide an additional remittance of \$1.25 for each \$1,000 of newly-created shares. Make check payable to **Department of Financial Institutions**.

RECORDING FEE - \$30.00. For reference to Register of Deeds fees, go to www.wrdaonline.org. The recording fee for Burnett & Washington counties is \$25.00. Make check payable to **Register of Deeds**, but submit the check to the Department of Financial Institutions with the document. The department will forward the check and a copy of the filed document to the Register of Deeds for recording. If the amendment changes the address of the cooperative's registered agent or principal office to new county, provide an additional original of the document and a check for each Register of Deeds.