

1/31/66

EXHIBIT O

ARTICLES OF INCORPORATION

OF

WIND MEADOWS CORPORATION

A Non-stock Corporation

The undersigned, a natural person over the age of twenty-one years, acting as incorporator under the Wisconsin Non-Stock Corporation Law, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the corporation shall be WIND MEADOWS CORPORATION.

ARTICLE II

Purposes

The purposes of the corporation are:

(a) To own, develop, maintain and operate a community center in the Village of Wind Point.

(b) To receive grants from private corporations, persons and governmental agencies for the purpose of defraying the cost of building or operating such facilities.

(c) To provide reasonable charges for the use of such facilities as shall both promote their use and maintenance and possible expansion.

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(d) To establish and maintain recreational facilities on the outlots set aside as the meadows and woods for the exclusive use of persons owning land in or residing in Wind Meadows and their guests; to determine the annual charge for the improvement and maintenance of such outlots to which each lot in Wind Meadows shall be subject; to levy and collect such annual charge.

(e) To own and maintain the open spaces to be set aside on the plat of Wind Meadows subdivision, Village of Wind Point, Racine County, Wisconsin, as courts, meadows, woods, lagoons, and the community center toward the object of preserving or enhancing for the residents of Wind Meadows and the Village of Wind Point the natural beauty of such land insofar as is consistent with (a) and (d) above.

(f) To care for vacant, unimproved or unkept land, lots, or building sites within the land hereinafter described and to remove grass, weeds or any other unsightly growths, structures or objects therefrom and to do any other things necessary or desirable in the opinion of the Board of Directors of this corporation to keep the lots, trees, shrubs, other vegetation or any other things erected or placed in or upon the land hereinafter described neat and in good order.

(g) To examine and pass upon building, site, and landscape plans and specifications for any improvement to be erected, installed, or maintained (including residences, garages, fences, and walls) within the land hereinafter described; to designate what areas of any lot may be occupied by any buildings or structures;

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to provide the distance that any building or buildings shall be placed from any street, drive or the lot line, subject to the restrictions now created, or which may hereinafter be created for the land hereinafter described. The corporation shall carry out the foregoing through its Architectural Control Committee, as provided in the by-laws of the corporation.

(h) To do and enforce all things that are necessary, proper or convenient to enforce, carry out and fulfill the general intent of the Declaration of Conditions, Covenants, Restrictions and Easements which are and may hereafter be recorded affecting the land hereinafter described and to make such rules and regulations and do and perform such acts as may be necessary or incidental to the health, comfort, safety, or general welfare of the persons residing at the property hereinafter described.

(i) To do any and all things in furtherance of its work and which may be necessary, proper or convenient for the carrying on of the purposes of said corporation.

(j) To purchase, sell, lease, mortgage, exchange, divide and improve real and personal property.

(k) To select, adopt, own, promote, maintain, register and/or accept assignment of or licenses with respect to trademarks, service marks, trade names or other proprietary rights, such as, for example, the mark "WIND MEADOWS", which may be used in conjunction with any activity conducted or engaged in or services

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performed, by or with the authority of the corporation, as provided or permitted in the articles of incorporation and the by-laws; to control, license, franchise, assign or otherwise dispose of, any trademarks, service marks, trade names or other proprietary rights which the corporation may own, control, or be licensed in respect of, and/or to enter into agreement of any kind whatsoever relating thereto, and to receive payments, royalties and/or fees therefor.

(1) To do anything similar or dissimilar to the foregoing purposes which is permitted of a non-stock corporation organized pursuant to Chapter 181 of the Wisconsin Statutes.

The land expressly referred to in some of the foregoing powers is:

WIND MEADOWS, being a subdivision of a part of Sections 27 and 28, Township 4 North, Range 23 East, in the Village of Wind Point, Racine County, Wisconsin, together with any and all other real and personal property which shall be acquired by the corporation.

### ARTICLE III

#### Membership

Each resident or owner of property in the Village of Wind Point may become a member of the corporation upon the payment of such reasonable fees as may be provided by the by-laws or regulations of the corporation. Other persons may become a member only by invitation of the Board of Directors.

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ARTICLE IV

Directors

The number of the directors of the corporation shall be fixed by the by-laws and in no event shall be less than four (4) nor more than seven (7). The number of directors constituting the initial board of directors shall be four (4) and the names and addresses of the directors are:

1. Samuel C. Johnson  
16 Vincennes Circle  
Racine, Wisconsin
2. Ernest L. Estes  
1219 Valley View Drive  
Racine, Wisconsin
3. John H. Mitchell  
5420 Deerfield Road  
Racine, Wisconsin
4. Cummins E. Speakman  
204 East Four Mile Road  
Racine, Wisconsin

The manner in which directors shall be elected or appointed shall be provided by the by-laws.

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ARTICLE V

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The Board of Directors shall adopt the initial by-laws.  
The by-laws may be amended by the directors as provided in the  
by-laws.

ARTICLE VI

Principal Office

The location of the principal office of the corporation  
shall be c/o S. C. Johnson & Son, Inc. Racine, Wisconsin.

ARTICLE VII

Initial Registered Agent

The name and address of the initial registered agent is:

E. L. Estes  
S. C. Johnson & Son, Inc.  
Racine, Wisconsin.

ARTICLE VIII

Incorporator

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

Richard W. Cutler  
Brady, Tyrrell & Bruce  
1000 First Wisconsin National Bank Building  
735 North Water Street  
Milwaukee, Wisconsin 53202.

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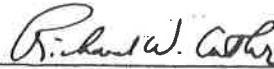
ARTICLE IX

Stock, Dividends, Dissolution

The corporation shall not have or issue shares of stock. No dividend shall ever be paid and no part of the assets or surplus of the corporation shall be distributed to its members, directors, or officers. The corporation may pay compensation in a reasonable amount to employees, members, directors, or officers for services rendered, and may confer benefits upon its members in conformity with its purposes.

In the event of dissolution of the corporation, all of its assets, after payment of its liabilities shall be distributed to such one or more nonprofit corporations, societies, or organizations having purposes deemed by a majority of its directors to be similar to those of this corporation and if none are deemed to exist, then to nonprofit corporations, societies or organizations devoted to the promotion of aesthetic, cultural or educational purposes.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 1st day of February, 1966.



Richard W. Cutler

STATE OF WISCONSIN    )  
                                  ) SS  
COUNTY OF MILWAUKEE )

On this 1st day of February, 1966, personally appeared

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before me the above-named <sup>23</sup> ~~FRIDMAN~~ <sup>149</sup> ~~LESLER~~ known to me to be the person whose name is subscribed to the foregoing Articles of Incorporation, and he acknowledged that he executed the same for the purposes therein contained.



Henry J. Cotton  
Notary Public, Milwaukee County,  
Wisconsin

My commission is permanent

FILED  
ROBERT C. ZIMMERMAN  
SECRETARY OF STATE



THIS MUST BE RECORDED WITH THE REGISTER OF DEEDS

# United States of America

State of Wisconsin—Department of State

To All to Whom These Presents Shall Come, Greeting:

The undersigned, as Secretary of State of the State of Wisconsin, certifies that:

Articles of Incorporation

of

WIND MEADOWS CORPORATION

of which the attached is a duplicate, was on the date hereof, accepted and filed in my office.

In Testimony Whereof, I have hereunto set my hand and affixed  
my official seal at the Capitol, in the city of Madison, this  
7th day of February, A.D., 1966



*Robert C. Zimmerman*  
ROBERT C. ZIMMERMAN  
Secretary of State

802261

Register of Deeds  
County, Wis. SS.  
Received 11:40 day of Feb. 1966  
at 1:16  
o'clock in P.M. recorded in Volume 22  
of Corp. on page 135, 143  
Stanley J. Beal  
Register of Deeds

ATTN: Robt. Horstjelly at Law  
S.C. Johnson & Son, Inc.  
House St.  
Racine, Wisconsin  
G.P.



ATTACHMENT "A"

ARTICLES OF INCORPORATION AMENDED. The Directors then discussed amendment of the Articles of Incorporation. After discussion, upon motion duly made and seconded, it was unanimously:

Resolved, that the Articles of Incorporation of this corporation be and are hereby amended so that the following Articles shall provide as follows: VCL 75 PAGE 80

Article II (c): To establish reasonable charges for the use of such facilities as shall both promote their use and maintenance and possible expansion:

Article II (d): To establish and maintain recreational facilities on the outlots set aside as the meadows and woods for the exclusive use of persons owning residential lots in or residing in Wind Meadows, and their guests; to determine the annual charge for the improvement and maintenance of such outlots to which each residential lot in Wind Meadows shall be subject; to levy and collect such annual charge;

Article II (e): To lease or own, and maintain, the open spaces to be set aside on the plat of Wind Meadows subdivision, Village of Wind Point, Racine County, Wisconsin, as courts, meadows, woods, lagoons, and the community center toward the object of preserving or enhancing for the residents of Wind Meadows and the Village of Wind Point the natural beauty of such land insofar as is consistent with (a) and (d) above;

Article III: Each resident of, each natural person owning property in, and one person selected by each corporation, partnership, or association owning property in the Village of Wind Point may become a member of the corporation upon the payment of such reasonable fees as may be provided by the By-Laws or regulations of the corporation. Other persons may become a member only by invitation of the Board of Directors; and it was

Further Resolved, that the officers of this corporation are hereby authorized, empowered and directed to take such further action which they may deem necessary or proper to effectuate the foregoing amendments.

THIS MUST BE RECORDED WITH THE REGISTER OF DEEDS

# United States of America

State of Wisconsin—Department of State

To All to Whom These Presents Shall Come, Greeting:

The undersigned, as Secretary of State of the State of Wisconsin, certifies that  
Incident to the Articles of Incorporation  
of  
WINTHROP CORP.

of which the attached is a duplicate, was on the date hereof, accepted and filed in my office.

In Testimony Whereof, I have hereunto set my hand and affixed  
my official seal at the Capitol, in the city of Madison, this  
7th day of October, A.D., 1967



*Robert C. Zimmerman*  
ROBERT C. ZIMMERMAN  
Secretary of State

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Recorder's Office  
Register of Deeds  
Received 26th  
at 10:27  
o'clock, A.M. and recorded in Volume  
of 1000 on page 14-31  
Stanley J. [Signature]  
Register of Deeds

3.00