

**ARTICLES OF INCORPORATION
OF
MAPLE PLACE INC.**

ARTICLE I
Name

1.01 Name

The name of this organization shall be “**MAPLE PLACE INC.**”. The organization shall hereinafter be referred to as “The Building”.

ARTICLE II
Duration

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III
Purpose

3.01 Purpose

The purpose of The Building is to restore, preserve, and maintain the history and historic structure of the Connor Lumber and Land Company Store and maintain its importance and significance with regard to economic progress, quality of life, and preservation of the history within the Laona community.

The Building is organized exclusively for charitable and educational purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Building shall observe all local, state and federal laws which apply to a nonprofit organization as defined in Section 501(c)(3) of the Internal Revenue Code.

To maximize our impact on current efforts, we may seek to collaborate with other non-profit organizations which fall under section 501(c)(3) of the Internal Revenue Code and are operated exclusively for educational, artistic and charitable purposes.

At times, per the discretion of the board of directors, we may provide internships or volunteer opportunities for involvement in said activities and programs in order to have a greater impact for change.

3.02 Public Benefit

The Building is designated as a public benefit corporation.

ARTICLE IV
Powers

4.01 Powers

The Building shall have and possess all powers which may be lawfully exercised by a nonprofit corporation under the laws of the State of Wisconsin, so long as the exercise of such powers is not inconsistent with the provisions of Article III.

ARTICLE V
Prohibited Activities

5.01 Prohibited Activities

No part of the net earnings of The Building shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that The Building shall be authorized and empowered to pay

reasonable compensation for services rendered and to make payments and distributions in the furtherance of the purposes set forth in Article III. No substantial part of the activities of The Building shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and The Building shall not participate in, or intervene in (including, without limitation, the publishing, lobbying or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these articles, The Building shall not carry on any other activities not permitted to be carried on by:

- (a) a corporation exempt from Federal income tax under I.R.C. Section 501(c)(3), as amended; or
- (b) a corporation, contributions to which are deductible under I.R.C. Section 170(c)(2), as amended.

ARTICLE VI
Place of Business

6.01 Place of Business

The principal place of business of The Building shall be **4894 Mill Street, Laona, Wisconsin, 54541**, which shall also be the registered office of The Building. The registered agent/corporate secretary of The Building at such address shall be **Phillip J. Adamczyk**.

ARTICLE VII
Board of Directors

7.01 Board of Directors

The business of The Building shall be managed by a Board of Directors. The number of Directors of The Building and their terms and time of election shall be determined in the manner specified in the articles/bylaws and may be amended in the manner provided therein. When possible, the Board of Directors shall be selected in a fashion to create diversity on the Board of Directors. The following individuals will act as the initial Board of Directors of The Building until their successors are elected and qualified.

Phillip J. Adamczyk	1778 Cavour Avenue, Wabeno, WI 54566	_____
Kristopher Tryczak	1778 Cavour Avenue, Wabeno, WI 54566	_____
Helen Schaal	14608 Tar Dam Road, Mountain, WI 54149	_____
Richard Schaal	14608 Tar Dam Road, Mountain, WI 54149	_____
Jonel Calhoun	5034 East Silver Lake Road, Laona, WI 54541	_____
Sheri Jo Posselt	17193 Patti Lane, Lakewood, WI 54138	_____
Eve Van Harpen	4552 Crystal Lake Road, Rhinelander, WI 54501	_____
Joshua Jameson	5821 Haney Hill Road, Argonne, WI 54511	_____

ARTICLE VIII
Amendments

8.01 Amendments

These Articles may be amended by a majority vote of the Directors at any regular meeting or special meeting called for that purpose.

ARTICLE IX
Dissolution

9.01 Dissolution

Upon dissolution of The Building, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of The Building, dispose of all of the assets of The Building exclusively for the purposes of The Building in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, literary or scientific purposes as shall at the time qualify as an exempt organization or organizations under I.R.C. Section 501 (c)(3), as amended, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the 9th Judicial Court of Forest County, Wisconsin exclusively for such purposes or to such organization or organizations, as the Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X
Limitation of Liability

10.01 Limitation of Liability

To the maximum extent permitted by applicable law and effective immediately, no Director of The Building shall be personally liable to The Building or its members for monetary damages for conduct as a Director, except for acts and omissions that involve intentional misconduct by a Director, a knowing violation of law by a Director, for any transaction from which the Director will personally receive a benefit in money, property or services to which the Director is not legally entitled.

ARTICLE XI
Private Foundation Requirements and Prohibitions

11.01 Private Foundation Requirements and Prohibitions

During any period, The Building is deemed to be a private foundation as defined in I.R.C. Section 509, as amended, or corresponding provisions of subsequent federal tax laws:

1. The Building shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by I.R.C. Section 4942, as amended;
2. The Building shall not engage in any act of self-dealing as defined in I.R.C. Section 4941(d), as amended;
3. The Building shall not retain any excess business holding as defined in I.R.C. Section 4943(d), as amended;
4. The Building shall not make any investments in such manner as to subject it to tax under I.R.C. Section 4944, as amended; and
5. The Building shall not make any taxable expenditures as defined in I.R.C. Section 4945(d), as amended.

ARTICLE XII
Tax Exempt Purposes

12.01 Tax Exempt Purposes

Notwithstanding any other provision of these Articles, The Building shall not carry on any activities not permitted to be carried on by:

- (a) a corporation exempt from Federal income tax under I.R.C. Section 501(c)(3) (or the corresponding provision of any future United States Internal Revenue laws) or
- (b) a corporation contributions to which are deductible under I.R.C. Section 170(c)(2) (or the corresponding provisions of any future United States Internal Revenue law).

ARTICLE XIII
Appointment of Registered Agent

20.01 Registered Agent
The registered agent of the corporation shall be:

Phillip J. Adamczyk
1778 Cavour Avenue
Wabeno, WI 54566

ARTICLE XIV
Incorporator

14.01 Incorporator
The incorporators of the corporation are as follows:

Phillip J. Adamczyk	1778 Cavour Avenue, Wabeno, WI 54566	_____
Kristopher Tryczak	1778 Cavour Avenue, Wabeno, WI 54566	_____
Helen Schaal	14608 Tar Dam Road, Mountain, WI 54149	_____
Richard Schaal	14608 Tar Dam Road, Mountain, WI 54149	_____
Jonel Calhoun	5034 East Silver Lake Road, Laona, WI 54541	_____
Sheri Jo Posselt	17193 Patti Lane, Lakewood, WI 54138	_____
Eve Van Harpen	4552 Crystal Lake Road, Rhinelander, WI 54501	_____
Joshua Jameson	5821 Haney Hill Road, Argonne, WI 54511	_____

Certificate of Adoption of Articles of Incorporation

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of The Building were approved by the board of directors on **05/31/2018** and constitute a complete copy of Articles of Incorporation of The Building.

Phillip J. Adamczyk	1778 Cavour Avenue, Wabeno, WI 54566	_____
Kristopher Tryczak	1778 Cavour Avenue, Wabeno, WI 54566	_____
Helen Schaal	14608 Tar Dam Road, Mountain, WI 54149	_____
Richard Schaal	14608 Tar Dam Road, Mountain, WI 54149	_____
Jonel Calhoun	5034 East Silver Lake Road, Laona, WI 54541	_____
Sheri Jo Posselt	17193 Patti Lane, Lakewood, WI 54138	_____
Eve Van Harpen	4552 Crystal Lake Road, Rhinelander, WI 54501	_____
Joshua Jameson	5821 Haney Hill Road, Argonne, WI 54511	_____

Acknowledgment of consent to appointment as registered agent

I, **Phillip J. Adamczyk**, agree to be the registered agent for **Maple Place Inc.** as appointed herein.

Registered Agent: _____ *Phillip J. Adamczyk* _____

Date: 5.31.18