

ARTICLES OF INCORPORATION
OF
ROBERT W. MONK GARDENS, INC.

The undersigned adult, acting as incorporator of a Corporation under the Wisconsin Nonstock Corporation Law (Chapter 181 of the Wisconsin Statutes), adopts the following Articles of Incorporation for such Corporation:

Article 1. Name. The name of the Corporation shall be Robert W. Monk Gardens, Inc.

Article 2. Period of Existence. The Corporation shall have a perpetual existence.

Article 3. Purposes of Corporation. The Corporation is organized and shall be operated exclusively for educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. The Corporation may exercise any and all powers not incompatible with such purposes granted to a corporation under the Wisconsin Nonstock Corporation Law. The Corporation seeks to promote understanding of the aesthetic, economic, and ecological role of plants, both in gardens and in more natural settings. It supports the academic program of the University of Wisconsin Marathon County and provides educational opportunities for the general public, elementary and secondary schools, and persons with disabilities.

Article 4. Membership. The Corporation shall have no members.

Article 5. Management. The affairs of the Corporation shall be managed by a Board of Directors which shall consist of such number of Directors as shall be fixed by the Bylaws of the Corporation, as from time to time amended, but not less than six nor more than eighteen. The

Board of Directors shall carry out the purposes of the Corporation in compliance with its Articles of Incorporation and Bylaws. The manner of selection and the terms of office of Directors shall be provided by the Bylaws of the Corporation, as from time to time amended.

Article 6. Initial Directors. The initial Board of Directors shall consist of six (6) persons.

The names and addresses of the persons constituting the initial Board of Directors are:

<u>Name</u>	<u>Address No. and Street</u>	<u>City and State</u>
D. J. Freeman	1925 Townline Road	Wausau, WI 54403
Wayne Geurink	7607 Flint Creek Circle	Wausau, WI 54401
Deborah Hale	410 Urban Street	Rothschild, WI 54474
Vickie Richmond-Hawkins	518 S. 7 th Avenue	Wausau, WI 54401-5396
Paul Whitaker	518 S. 7 th Avenue	Wausau, WI 54401-5396
Hooshang Zeyghami	5707 Schofield Avenue	Schofield, WI 54476

Article 7. Principal Office. The principal office of the Corporation in the State of Wisconsin located in Marathon County shall be 518 S. 7th Avenue, Wausau, Wisconsin 54401-5396.


Article 8. Registered Agent and Registered Office. The registered office in the State of Wisconsin is located at 518 S. 7th Avenue, Wausau, Wisconsin 54401-5396. The name of the registered agent at that address is Paul Whitaker.

Article 9. Status and Activities. The Corporation is formed exclusively for nonprofit purposes and no part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its directors, officers or other private individuals. No substantial part of the activities of the Corporation shall consist of direct or indirect participation or intervention in political campaigns on behalf of or in opposition to any candidate for public office or carrying on propaganda or otherwise attempting to influence legislation.

Article 10. Dissolution or Liquidation. In the event of voluntary or involuntary dissolution or liquidation of the Corporation, any remaining assets of the Corporation shall be distributed to, or for the profit of, such organization or organizations designated by the Board of Directors as are then qualified as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

Article 11. Incorporator. The name and address of the incorporator is Paul Whitaker, 518 S. 7th Avenue, Wausau, Wisconsin 54401-5396.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11th day of July, 2003.



Paul Whitaker

Drafted By:

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