

received
7-8-116
0027005

RECEIVED - DEPT OF
FINANCIAL INSTITUTIONS
STATE OF WISCONSIN

STATE OF WISCONSIN
FILED
FEB 17 1997
DEPARTMENT OF
FINANCIAL INSTITUTIONS

97 FEB 17 8:00

ARTICLES OF INCORPORATION

OF

M.C. PREPARATORY SCHOOL OF WISCONSIN, INC.

These Articles of Incorporation are executed by the undersigned, being a natural person of the age of eighteen (18) years or more, for the purpose of forming a Wisconsin nonprofit corporation under Chapter 181 of the Wisconsin Statutes:

ARTICLE I

Name

The name of the corporation is: M.C. Preparatory School of Wisconsin, Inc.

ARTICLE II

Existence

The period of existence of the corporation shall be perpetual.

ARTICLE III

Purposes

The corporation is organized to establish and operate a nonprofit and nonsectarian school in the City of Milwaukee, Wisconsin. The corporation is organized and shall be operated exclusively for charitable and educational purposes, and limited to the exclusive purposes permitted for tax-exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986 and corresponding sections of applicable successor Revenue Acts. No part of the net earnings of the corporation shall inure to the benefit of any private shareholder or individual and no substantial part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation, and the corporation shall not participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

WI - DFI CORP
FILE ID# → M047231

ARTICLE IV

Powers

The corporation shall have all powers conferred upon nonstock, nonprofit corporations organized under Chapter 181 of the Wisconsin Statutes and any successor provision thereto as now enacted or hereafter amended. Such powers shall be exercised only in fulfillment of the purposes of the corporation set forth herein.

ARTICLE V

Members

The corporation shall have no members.

ARTICLE VI

Offices

The principal office of the corporation is located in Milwaukee County, Wisconsin and the mailing address of such office is c/o Godfrey & Kahn, S.C., 780 North Water Street, Milwaukee, Wisconsin 53202. The address of the registered agent of the corporation is c/o Godfrey & Kahn, S.C., 780 North Water Street, Milwaukee, Wisconsin 53202, and the name of the registered agent at such address is Stephen L. Chernof.

ARTICLE VII

Number of Directors

The number of directors constituting the initial Board of Directors of the corporation shall be three (3). The number of directors of the corporation may, however, be changed from time to time by the By-laws of the corporation, but in no case shall be less than three (3).

ARTICLE VIII

Initial Directors

The names and addresses of the persons who are to serve as initial directors until their successors are elected and shall qualify as provided in the By-laws of the corporation are:

<u>Name</u>	<u>Address</u>
Ronald B. Sadoff	1355 West Calumet Court Milwaukee, WI 53211
Micky Sadoff	1355 West Calumet Court Milwaukee, WI 53211
Ulysses Bridgeman	14610 Woodlake Trace Louisville, KY 40223

The manner in which the directors, after the initial Board of Directors, shall be elected or appointed shall be provided in the By-laws.

ARTICLE IX

Dissolution

Upon dissolution of the corporation, its net assets shall be distributed to such governmental entities or charitable tax-exempt organizations organized and operated exclusively for one or more of the purposes specified in Article III, above, which are of the type described in subsections 2055(a)(1) or (2) of the Internal Revenue Code of 1986 or corresponding provisions of any successor Revenue Act, as shall be selected by the directors of the corporation.

ARTICLE X

Incorporator

The name and address of the incorporator is Stephen L. Chernof, c/o Godfrey & Kahn, S.C., 780 North Water Street, Milwaukee, Wisconsin 53202.