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ARTICLES OF INCORPORATION – NONSTOCK CORPORATION

(NOTE: **Do not use this form for organizing a for-profit business corporation. Use Form 2)**

Executed by the undersigned for the purpose of forming a Wisconsin nonstock corporation under Ch. 181 of the Wisconsin Statutes, repealed and recreated by 1997 Wisconsin Act 79:

The Masterpiece Ltd.

Article 1. Name of the corporation: _____
(Must include "Inc." or similar word. See Instructions)

Article 2. The corporation is organized under Ch. 181 of the Wisconsin Statutes.

Article 3. Name of the initial registered agent: Leon Flagg

Article 4. Street address of the initial registered office: (The complete address, including street and number, if assigned, and ZIP code. P O Box address may be included as part of the address, but is insufficient alone.)
4668 North Lake Drive
Whitefish Bay, WI 53211

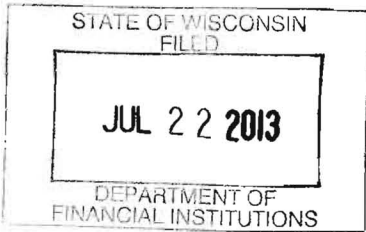
Article 5. Mailing address of the initial principal office: 4668 North Lake Drive
Whitefish Bay, WI 53211

Article 6. (Select and mark (X) one of the statements below)

The corporation will have members. **OR** The corporation will not have members.

(OPTIONAL) Article 7. Name and address of the initial directors (minimum of three):

- Leon Flagg 4668 North Lake Drive Whitefish Bay, WI 53211
- Michael O'Krongly W221 N2654 Lindenwood Court Waukesha, WI 53186
- Ronald Pace N108W7169 Berkshire Street Cedarburg 53012



FILING FEE - \$35.00 SEE instructions, suggestions, and procedures on following pages.
DFI/CORP/102(R11/12) Use of this form is voluntary.

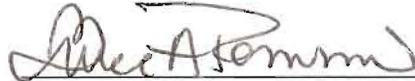
WI - DFI CORP
FILE ID# ➔ T066204

(OPTIONAL) Article 8. The purpose or purposes for which the corporation is organized:

The Masterpiece Ltd. is organized and operated exclusively to support other public charities including but not limited to those operating in southeastern Wisconsin which provide medical and social service care and relief to underprivileged children and families thru various motor vehicle related fund raising events.

Article 9. Name and complete address of each incorporator:

Attorney Bruce A. Tammi
10427 West Lincoln Avenue
Suite 1800
West Allis, WI 53227



Incorporator's signature

Incorporator's signature

This document was drafted by Attorney Bruce A. Tammi
(Name the individual who drafted the document)

OPTIONAL - Second choice corporate name if first choice is not available: _____

INSTRUCTIONS (Ref. sec. 181.0202 Wis. Stats. for document content)

Submit one original and one exact copy along with the required filing fee of \$35.00 to the address listed below. Make checks payable to the "Department of Financial Institutions". Filing fee is non-refundable. Sign the document manually or otherwise allowed under sec. 181.0120(2).		
Mailing Address: Department of Financial Institutions Division of Corporate & Consumer Services P O Box 7846 Madison WI 53707-7846	Physical Address for Express Mail: Department of Financial Institutions Division of Corporate & Consumer Services 201 W. Washington Ave – Suite 300 Madison WI 53703	Phone: 608-261-7577 FAX: 608-267-6813 TTY: 608-266-8818

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. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

Article 1. The name must contain "corporation", "incorporated", "company", or "limited" or the abbreviation "corp.", "inc.", "co." or "ltd." or comparable words or abbreviations in another language. If you wish to provide a second choice name that you would accept if your first choice is not available, enter it in the "Optional" area on page 2.

Article 2. This statement is required by sec. 181.0202(1)(a).

Articles 3 & 4. The corporation must have a registered agent located at a registered office in Wisconsin. The address of the registered office is to describe the physical location where the registered agent maintains their business office. Set forth the street number and name, city and ZIP code in Wisconsin.

ARTICLES OF INCORPORATION
Nonstock Corporation

┌ Attorney Bruce A. Tammi
10427 West Lincoln Avenue
Suite 1800
West Allis, WI 53227

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▲ Enter your return address within the bracket above.

Phone number during the day: (414) 744 - 8120

INSTRUCTIONS (Continued)

Articles 3 & 4. (Cont'd) P O Box addresses may be included as part of the address, but are insufficient alone. The corporation may not name itself as its own registered agent.

Article 5. The articles of incorporation must set forth the address of the corporation's principal office. "Principal office" means the office, whether in or outside Wisconsin, in which are located its principal executive offices.

Article 6. Select and check the appropriate box in article 6 to indicate if the corporation will or will not have members. A "member" means a person who has membership rights in a corporation in accordance with its articles of incorporation or bylaws.

Articles 7 & 8. These articles (or others you may wish to add) are provided for optional information that you may elect to include, such as the name and address of the initial directors, a purposes clause, tax-exempt provisions, etc. Do not include by-laws, as the department does not accept by-laws for record. Extensive additional provisions may make use of this pre-printed form impractical. If you elect to draft your own articles of incorporation, do not also submit the pre-printed form. **(NOTE: Corporations expecting to apply to Internal Revenue Service for federal TAX-EXEMPT STATUS are advised to obtain and read IRS Publication 557 "Tax-Exempt Status for Your Organization" before preparing these articles of incorporation, as the articles must contain particular language and provisions to meet federal tax code requirements.)**

Article 9. Enter the name and complete address of each incorporator. There may be one or more incorporators. At least one incorporator is required to sign the document, although all incorporators may sign.

No certificate of incorporation will be issued. The "FILED" endorsement applied to this document by the Department of Financial Institutions is evidence that the articles of incorporation have been accepted. One or more "Received" endorsements may appear on the document, but do not indicate its acceptance for filing.

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 that remark.