

RESTATED ARTICLES OF INCORPORATION
OF PIONEER PARK, LTD.

The following Restated Articles of Incorporation supersede and take the place of the heretofore existing Articles of Incorporation of Pioneer Park, Ltd. and all amendments thereto.

ARTICLE 1. Name. The name of the corporation is:

PIONEER PARK, LTD.

ARTICLE 2. Period of Existence. The corporation shall have perpetual existence.

ARTICLE 3. Purpose and Powers.

A. The purposes for which this corporation is formed are:

- 1) To acquire, operate and maintain a recreational vehicle campground in the Town of Delton, Sauk County, Wisconsin;
- 2) To engage in any lawful activities for which corporations may be organized under Chapter 181, Wisconsin Statutes;
- 3) To own, develop, maintain and operate a sewer and/or water system for the benefit of the lands owned by the corporation.

B. In pursuance of the stated purposes, the corporation may exercise those powers expressed in Section 181.04, Wisconsin Statutes, or otherwise permitted by law.

ARTICLE 4. Membership.

A. The corporation shall have those classes of memberships as specified in the corporation's Bylaws.

B. The qualifications, rights and method of acceptance of members of each class shall be as specified in the Bylaws of the corporation.

C. No membership shall be terminated because of the death of a member.

D. A member may be expelled as specified in the Bylaws of the corporation.

E. No member may transfer his membership of any right arising there from except as specified in the Bylaws of the corporation.

ARTICLE 5. Voting. The right of the members or any class of members to vote shall be as specified in the Bylaws of the corporation.

ARTICLE 6. Principal Office. The location and address of the principal office of the corporation is P.O. Box C, Lake Delton, WI 53940

ARTICLE 7. Registered Agent. The name and address of the registered agent is:

C.T. Corporation System
222 West Washington Ave
Post Office Box 1807
Madison, WI 53701

ARTICLE 8. Amendment. The Articles of Incorporation may be amended in the manner and to the extent permitted under Chapter 181, Wisconsin Statutes, except Article XII may not be amended except with the approval of 100% of the Members voting as a class.

ARTICLE 9. Bylaws. The Bylaws of the corporation have been adopted by the Board of Directors. The Bylaws may be amended or adopted either by the Members or by the Board of Directors as provide in Chapter 181, Wisconsin Statutes.

ARTICLE 10. Directors. The number, qualifications, terms and procedures for the election of Directors shall be specified in the Bylaws.

ARTICLE 11. Stock, Dividends, Miscellaneous. The corporation may not have or issued shares of stock, pay dividends or distribute any income to its Members, Directors or Officers. IT may pay compensation in a reasonable amount for services rendered and may confer benefits upon its Members in accordance with its purposes.

ARTICLE 12. Limitations Upon Dissolution, Merger, Consolidation or Transfer of Assets.
One of the functions of the corporation will be to operate and maintain a sewerage system or systems for the benefit of its members in accordance with standards established by the department of Industry, Labor and Human Relations of the state of Wisconsin. In that regard, the following restrictions shall apply to dissolution, merger or consolidation of the corporation and to transfer of assets of the corporation.

- A. The corporation shall not be dissolved, liquidated or merged unless every campsite or site or other place of human habitation to which the corporation renders sewerage service is served with sanitary sewerage service by a sanitary district, utility district or other municipal body; or unless such dissolution is done in accordance with Section 196.78 of the Wisconsin Statutes.
- B. The corporation shall not merge or consolidate with any other corporation unless the Articles of Incorporation of the surviving corporation shall contain an article identical to this article.
- C. No sewerage system operated and maintained by the corporation shall be transferred to any other person, corporation or other entity unless such transfer is first approved by the Department of Industry, Labor and Human Relation of the state of Wisconsin, or such other state agency as shall be responsible for the regulation of the operation of private sewerage systems.

ARTICLE 13. Dissolution. In the event of dissolution of the corporation, all of its assets, after payment of or provision for all of its debts and liabilities, shall be applied and paid over:

