

State of Minnesota

5184

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date in the Office of the Secretary of State, for the incorporation of the following corporation, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

This corporation is now legally organized under the laws of Minnesota.

Corporate Name: WINDOM COMMUNITY COUNCIL

Corporate Charter Number: 1G-192

Chapter Formed Under: 317A

This certificate has been issued on 05/29/1991.



Joan Anderson Grove
Secretary of State.

16-192

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ARTICLES OF INCORPORATION
OF
WINDOM COMMUNITY COUNCIL

✓ The undersigned incorporators, natural persons 18 years of age or older, in order to form a corporate entity under Minnesota Statutes, Chapter 317A, adopts the following articles of incorporation.

ARTICLE I
NAME/REGISTERED OFFICE

The name of this corporation shall be the WINDOM COMMUNITY COUNCIL, located at 5749 Nicollet Avenue South, Minneapolis, Minnesota 55419. ✓

ARTICLE II
PURPOSE

This corporation is organized for and shall at all times be operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE III
I.R.S. EXEMPTION REQUIREMENTS

At all times shall the following operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;

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2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative and referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office;
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

ARTICLE IV MEMBERSHIP/DIRECTORS

The corporation shall have no members. The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's bylaws. No Director shall have any right, title, or interest in or to any property of the corporation.

ARTICLE V NO PERSONAL LIABILITY

No officer, or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers, or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VI DISSOLUTION

At the time of dissolution of the corporation, the Board of Directors shall, after paying or making provisions for payment of all debts, obligations, liabilities, costs and expenses of the corporation, dispose of all of the assets of the corporation. In no case shall a disposition be made which would not qualify as a charitable contribution under Section 170(c)(1) or (2) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, in such manner as the Board of Directors shall determine.

**ARTICLE VII
INCORPORATOR**

The incorporators of this corporation are:

Laura Hendrich, 5609 Pleasant Avenue South, Mpls, MN 55419

Gene Naeseth, 100 W. 53th Street, Mpls, MN 55419

Mary Petersen, 5824 Pleasant Avenue South, MN 55419

The undersigned incorporators certify that they execute these articles for the purpose herein stated.

<u>Laura Hendrich</u> signature	<u>5/2/91</u> date
<u>Gene Naeseth</u> signature	<u>5-2-91</u> date
<u>Mary Petersen</u> signature	<u>5-13-91</u> date

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

MAY 29 1991

Gene Naeseth
Secretary of State