

State of Minnesota

3837

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: NORTH ST. LOUIS COUNTY HABITAT FOR HUMANITY

Corporate Charter Number: 1M-178

Chapter Formed Under: 317A

This certificate has been issued on 04/13/1995.



Joan Anderson Grove
Secretary of State.

1M-178

3838

ARTICLES OF INCORPORATION
OF
NORTH ST. LOUIS COUNTY HABITAT FOR HUMANITY

We, the undersigned, pursuant to Minnesota Statute 317A.001 et seq., for the purpose of forming a non-profit Corporation pursuant to said Statute, hereby adopt the following Articles of Incorporation.

I.

The name of the Corporation shall be NORTH ST. LOUIS COUNTY HABITAT FOR HUMANITY. m

II.

The corporation is organized exclusively for charitable, educational, religious, or scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. That in furtherance of this purpose, this corporation shall raise and solicit contributions from its members and others by gift, bequest, or otherwise; to seek federal and state funding, to acquire by purchase, gift, devise, bequest, or otherwise from its members and others, real and personal property; to hold, use, improve, operate, manage, lease, sell, exchange, convey, or otherwise dispose of such real and personal property; to borrow money and give security therefore by pledge, mortgage, or otherwise and to invest and reinvest the funds of the corporation.

III.

That the Corporation shall not afford any pecuniary gain, incidentally or otherwise, to its members.

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The purposes for which the Corporation is organized are as follows:

(a) To witness to and implement the Gospel of Jesus Christ in Minnesota and throughout the United States and the world by working with economically disadvantaged people to help them to create a better human habitat in which to live and work;

(b) To cooperate with other charitable organizations, through grants and otherwise, which are working to develop a better human habitat for economically disadvantaged people;

(c) To communicate the Gospel of Jesus Christ by means of the spoken and written word;

(d) To receive, maintain, and accept as assets of the Corporation, any property, whether real, personal, or mixed, by way of gift, bequest, devise, or purchase from any person, firm, trust, or corporation, to be held, administered, and disposed of exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended, and in accordance with and pursuant to the provisions of these Articles of Incorporation; but no gift, bequest, devise, or purchase of any such property shall be received or made and accepted if it is conditioned or limited in such manner as shall require the disposition of income or principal to any organization other than a "charitable organization" or for any purposes other than a "charitable purposes" which would jeopardize the status of the Corporation as an entity exempt from federal income tax pursuant to the relevant provisions of the Internal Revenue Code, as amended; and

(e) To exclusively promote and carry on any other religious, charitable, or educational purposes and activities for which corporations may be organized and operated under the relevant provisions of the Internal Revenue Code, as amended, and under the Minnesota Nonprofit Corporation Code.

IV.

The duration of the corporation shall be perpetual.

V.

The registered office of the corporation is: 3216 Cedar
Island Drive, Eveleth, MN 55734. ✓

IX.

Five directors shall constitute the first Board of Directors, and these individuals shall be as follows:

Cynthia Jindra
3216 Cedar Island Drive
Eveleth, MN 55734

Gary Aubol
6689 Hwy 53
Virginia, MN 55792

Avis Norton
5175 Spruce Lane
Gilbert, MN 55741

Doug Gettle
7907 Wuori Road
Virginia, MN 55792

Beverly Laurich
3937 Park Drive
Eveleth, MN 55734

All of the directors shall serve for a term of one year, or until their successors are elected.

X.

The members of this Corporation shall not be liable for any of the obligations of the Corporation, nor for any other liability of the Corporation, whether in contract, tort, or otherwise.

XI.

The Corporation shall not issue any Corporate Stock.

XII.

Any action required or permitted to be taken at a Board of Directors meeting may be taken by written action signed by the number of directors that would be required to take the same action at a meeting of the Board at which all directors were present. All directors shall be notified immediately of the text and effective date of any such written action.

VI.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensations for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles of Incorporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislations, and the Corporation shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

VII.

Anything contained in these Articles of Incorporation to the contrary notwithstanding, the Corporation shall not carry on or otherwise engage in any activities not permitted to be carried on or engaged in by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as amended, or any corresponding section of any future tax code; (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended, or any corresponding section of any future tax code; or (iii) a corporation organized and existing under the Minnesota Nonprofit Corporation Code.

VIII.

The name and address of each Incorporator of the Corporation is as follows: Cynthia Jindra, 3216 Cedar Island Drive, Eveleth, MN 55734.

XIII.

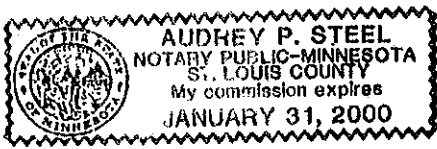
In the event of the dissolution and liquidation of this Corporation, to the extent allowed or permitted under applicable laws, the property and assets of the Corporation shall be, as determined by the Board of Directors, distributed to or sold and the proceeds of such sales distributed to (i) Habitat for Humanity International, Inc., a Georgia Nonprofit Corporation and a corporation exempt from taxation under Section 501(c)(3) of the Internal Revenue Code, as amended, or (ii) any other organizations(s) organized and operating for the same purposes for which the Corporation is organized and operating or any organization(s), foundation(s), fund(s), or corporation(s) organized and operating exclusively for religious, charitable, scientific, or educational, or other purposes permitted by Section 501(c)(3) of the Internal Revenue Code, as amended, all of which such organizations, foundations, funds, or corporations shall be exempt under Section 501(c)(3) of the Internal Revenue Code, as amended. In the event that any assets are not disposed of in accordance with the provisions of these Articles of Incorporation or that the Corporation shall fail to act within a reasonable time in the manner provided in these Articles of Incorporation, the Court of St. Louis County shall, upon application of one or more persons having a real interest in the Corporation or its assets, make such distribution(s) as provided in these Articles of Incorporation.

Cynthia Jindra

CYNTHIA JINDRA ✓

STATE OF MINNESOTA) ss.
COUNTY OF ST. LOUIS

On this 11th day of April, 1995, before me, a Notary Public, within and for said county and state, personally appeared Cynthia Jindra, to me known to be the person described in and who executed the same as her free act and deed.



Audrey P. Steel

(Notary Public)

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

APR 13 1995

Jan Anderson Stone
Secretary of State

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