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ARTICLES OF INCORPORATION OF MAHTOMEDI GARDEN CLUB

The undersigned incorporator is an individual 18 years of age or older and adopts the following articles of incorporation to form a nonprofit corporation.

ARTICLE I – NAME

The name of this corporation shall be Mahtomedi Garden Club.

ARTICLE II – REGISTERED OFFICE ADDRESS

The place in Minnesota where the principal office of the corporation is to be located is at 290 Dahlia Street, Mahtomedi, MN 55115. The registered agent at this address is Mary Kiel.

ARTICLE III – PURPOSE

This corporation is organized exclusively for charitable, religious and educational purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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, or the corresponding section of any future federal tax code.

The purpose of this corporation is to support the interests of people who actively enjoy and participate in gardening by

- Providing gardening activities for people of all ages;
- Sharing interests and ideas among members;
- Sponsoring educational programs for Garden Club members and the community;
- Encouraging the use of research-based conservation and horticultural practices in schools and community; and
- Contributing money, materials, time and talent for community horticulture projects.

ARTICLE IV – EXEMPTION REQUIREMENTS

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

1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.

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 or 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 provisions of this document, the corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or corresponding section

of any future tax code, or by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future tax code.

ARTICLE V – MEMBERSHIP/BOARD OF DIRECTORS

This corporation shall have members. The eligibility, rights and obligations of the members will be determined by the corporation's bylaws.

The management of the affairs of the corporation shall be vested in a board of directors, as defined by the corporation's bylaws. No director shall have any right, title or interest in or to any property of the corporation.

Members of the initial board of directors shall serve until the first annual meeting, at which their successors will be duly elected and qualified, or removed as provided in the bylaws.

Any action required or permitted to be taken at a meeting of the board of directors may be taken by written action requiring the same affirmative vote as that required at a meeting or as specifically governed by the corporation's bylaws.

ARTICLE VI – PERSONAL LIABILITY

No member, 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 VII – DURATION/DISSOLUTION

The duration of the corporate existence shall be perpetual until dissolution.

Upon dissolution of the corporation, assets of the corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE VIII – INCORPORATORS

In witness whereof, we, the undersigned, have hereunto subscribed my name for the purpose of forming the corporation under the laws of the State of Minnesota and certify I have executed these Articles of Incorporation this 11 day of Dec, 2019.

Incorporator Name: Mary Kiel, President
Incorporator Address: 290 Dahlia Street, Mahtomedi, Minnesota, 55155

Incorporator Signature: mary kiel

Incorporator Name: Jane Harper, Treasurer
Incorporator Address: 2569 Parkview Court White Bear Lake MN 55110 *

Incorporator Signature: Jane Harper

*email for official notices: mahtomedigardenclub@gmail.com