

MIDWAY MEN'S CLUB  
RESTATED ARTICLES OF INCORPORATION

We, the undersigned, for the purpose of forming a nonprofit corporation under Chapter 317A of the laws of the State of Minnesota relating to social and charitable corporations, do hereby associate ourselves as a body corporate, and do hereby adopt the following:

CERTIFICATE OF INCORPORATION

ARTICLE I

The name of this corporation is "The Midway Men's Club".

ARTICLE II

The Midway Men's Club is a social welfare organization organized solely for the purpose of providing educational and social activities for young people primarily age 18 and under, in accordance with 26 U.S.C. §501(c)4, Minn. Stat. §297A.70 Subd.13(1), and Minn. Stat. Chapter 317A.

ARTICLE III

The plan of operation of the corporation shall be to carry out its various activities through its officers, committees, and members; to secure funds for its activities from annual membership dues, voluntary subscriptions, donations, and such fund-raising activities as may be engaged in by the corporation.

ARTICLE IV

Pursuant to Minn. Stat. §317A.111. Subd. (2), the address of the registered office of this corporation is P.O. Box 4181, St. Paul, MN 55104.

ARTICLE V

Pursuant to Minn. Stat. §317A.111. Subd. 1. (3), the names and addresses of the incorporators are:

Jerry Dineen, 1386 Blair Avenue, St. Paul, Minn.  
George Guertin, 1353 Thomas Avenue, St. Paul, Minnesota.  
John W. Enright, 1327 Van Buren Avenue, St. Paul, Minn.

ARTICLE VI

In accordance with Minn. Stat. §317A.111 Subd. 2.(2), the power to amend or repeal the bylaws is vested in the membership.

IN TESTIMONY WHEREOF, we have hereunto set our hands this 16th day of October, 1941.

In Presence of:

\_\_\_\_\_  
Robert G. Flynn

\_\_\_\_\_  
Jerry L. Dineen

\_\_\_\_\_  
George G. Guertin

\_\_\_\_\_  
John W. Enright

STATE OF MINNESOTA    )  
                                  ) ss  
COUNTY OF RAMSEY    )

On this 16th day of October, 1941, before me, a Notary Public within and for said county, personally appeared Jerry L. Dineen, George G. Guertin, and John W. Enright, to me known to be the persons described in and who executed the foregoing certificate of incorporation, and acknowledged that they executed the same as their free act and deed.

\_\_\_\_\_  
Robert G. Flynn  
Notary Public, Ramsey County, Minn.  
My commission expires June 13, 1948.



ARTICLE VIII.

The officers of the corporation shall be: President, Vice President, Recording Secretary, Financial Secretary and Treasurer, all of whom shall be members of the corporation, and all of whom shall be elected at the annual meeting by a majority of the members present, and shall hold office, unless removed for cause, until their successors are elected and have qualified.

The first officers of the corporation shall be  
President - Jerry Dinson  
Vice President - Harold Ayers  
Recording Secretary - J. C. D. Holmes  
Financial Secretary - J. W. Enright  
Treasurer - George Guertin

all of whom shall hold office until the annual meeting herein set for January 8, 1942, and until their successors are elected and have qualified. Any vacancy in any elective office shall be filled by the membership and from the membership. The Board of Directors may by a majority vote of all its members remove any officer or director for cause.

ARTICLE IX.

The corporation shall have no capital stock, and shall not be conducted for pecuniary profit. It shall commence business on October 31, 1941, and it shall be of perpetual duration.

ARTICLE X.

This certificate of incorporation may be amended in accordance with law, provided the proposed amendment shall have been first submitted to the members as provided in the by-laws.

IN TESTIMONY WHEREOF, We have hereunto set our hands this 16th day of October, 1941.

In presence of

Robert G. Flynn  
John W. Enright

Jerry Dinson  
Harold Ayers  
John W. Enright

State of Minnesota } ss.  
County of Ramsey }

On this 16th day of October, 1941, before me, a Notary Public within and For said County, personally appeared Jerry L. Dinson, George G. Guertin, and John W. Enright

to me known to be the persons described in and who executed the foregoing certificate of incorporation, and acknowledged that they executed the same as their free act and deed.

ROBERT G. FLYNN  
Notary Public, Ramsey County, Minn.  
My commission expires June 13, 1942.

STATE OF MINNESOTA

COMMISSIONER OF STATE

NOV 15 1941

OCT 11 1941

Markus A. ...  
Secretary of State

ARTICLE I OF BY-LAWS OF THE CITY OF ST. PAUL, MINN. INCORPORATED

THE COLUMBIA MEN'S CLUB

That the undersigned Joseph ... and Raymond ... respectively the president and recording secretary of St. Columbia Men's Club, a non-profit corporation, do hereby certify that at a regular meeting of the members of said corporation, duly called and held at the City of St. Paul on February 11, 1924, at 8:00 o'clock P. M. ... a majority of the members were present in person or by proxy, and that the following articles and by-laws were adopted by a majority vote of said members:

Articles that Articles I, II, IV, V, and VI of the Articles of Incorporation of St. Columbia Men's Club, by and the same thereby are amended to read as follows:

ARTICLE I

The name of this corporation shall be "The Midway Men's Club."

ARTICLE II

The purpose of this corporation is to organize and promote social, cultural, and athletic activities in the Midway area.

ARTICLE IV

The location of the registered office of this corporation is, this state is the Newell Park Clubhouse, Fairview Avenue and Taylor Street, St. Paul, Ramsey County, Minnesota.

ARTICLE V

The members of this corporation shall consist of all members of St. Columbia Men's Club as now constituted, or any man who is at least twenty-one years of age and who is considered by the board of directors as having proper moral character, is of the white race, and who meets the qualifications and who pays the required initiation fee, shall be eligible for membership. Members shall be divided into classes as outlined in the by-laws.

ARTICLE VI

The annual meeting shall take place on the third Monday of May.

And we do further certify that the president and recording secretary of this corporation be and they hereby are, authorized and directed to make, execute and acknowledge a certificate under the corporate seal of this corporation embracing the foregoing resolutions; and to cause such certificate to be filed and recorded in the manner required by law.

And we do further certify that the said resolutions, and said articles of incorporation so amended, were at a meeting of the board of directors, held on the 15th day of January, 1932, at which a majority of all the members of said board were present and voted, duly adopted, ratified and confirmed.

We, JAMES H. HANCOCK, vs, the undersigned, have subscribed our names to the aforesaid corporate seal of said corporation to be hereon affixed this 22nd day of March, 1932.

In presence of

Joseph B. Cook President  
James H. Hancock Recording Secretary

STATE OF MINNESOTA, ss.  
COUNTY OF HAMSBY

Joseph B. Cook and James H. Hancock being first duly sworn, on oath depose and say that they are respectively the president and recording secretary of St. Columba's Loan Club, the corporation named in the foregoing certificate; that said certificate contains a true statement of the action of the members and board of directors of said corporation, duly held and adjourned; that this corporation has no corporate seal; that said certificate is executed on behalf of said corporation, by its express authority; and that they do acknowledge the same to be their free act and deed and the free act and deed of said corporation.

Joseph B. Cook President  
James H. Hancock Recording Secretary

Subscribed and sworn to before me this 22nd day of March, 1932.

James H. Hancock Notary Public  
Hamsby County, Minnesota

My commission expires 5-5  
Notary Public, Hamsby County, Minn.  
My Commission Expires on 5-5-32

And we do further certify that the president and recording secretary of this corporation do and they hereby are, authorized and directed to make, execute and acknowledge a certificate under the corporate seal of this corporation embracing the foregoing resolutions, and to cause such certificate to be filed and recorded in the manner required by law.

And we do further certify that the said resolutions, and said articles of incorporation so amended, were at a meeting of the board of directors, held on the 17th day of January, 1932, at which a majority of all the members of said board were present and voted, duly adopted, ratified and confirmed.

In witness whereof, we, the undersigned, have subscribed our names to the aforesaid corporate seal of said corporation on the aforesaid date this 22nd day of March, 1932.

In presence of

Joseph M. Brandt President  
Joseph M. Brandt Recording Secretary

STATE OF MINNESOTA, ss.  
COUNTY OF RAMSEY

Joseph M. Brandt and Joseph M. Brandt being first duly sworn, on oath depone and say that they are respectively the president and recording secretary of St. Columba Men's Club, the corporation named in the foregoing certificate; that said certificate contains a true statement of the action of the members and board of directors of said corporation, duly held as aforesaid; that this corporation is no longer in legal existence; that said certificate is executed on behalf of said corporation, by its aforesaid authority; and they further acknowledge the same to be their free act and deed upon the free act and deed of said corporation.

Joseph M. Brandt President  
Joseph M. Brandt Recording Secretary

Subscribed and sworn to before me this 22nd day of March, 1932.

John J. [Name] Notary Public  
Ramsey County, Minnesota

My commission expires 5-5  
Notary Public, Ramsey County, Minn.  
My Commission Expires May 5, 1933

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ARTICLE I

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ARTICLE II

The purpose of this corporation is to organize and promote social, cultural, and athletic activities in the Midway area.

ARTICLE III

The plan of operation of the corporation shall be to carry out its various activities through its officers, committees, and members; to secure funds for its activities from annual membership dues, voluntary subscriptions, donations, and such fund-raising activities as may be engaged in by the corporation.

ARTICLE IV

The location of the registered office of this corporation in this state is 1311 Van Buren Avenue, St. Paul, MN 55104, and the registered agent is Thomas C. Thomas.

ARTICLE V

The membership of this corporation shall consist of all members of St. Columba's Men's Club as now constituted; or any man who has attained the age of twenty-one years and who is considered by the Board of Directors as having proper moral character, together with other required qualifications, and who pays the required initiation fee, shall be eligible for membership. Members shall be divided into classes as outlined in the By-Laws.

ARTICLE VI

The annual meeting shall take place on the third Wednesday of May.

ARTICLE VII

The management of the corporation shall be vested in a Board of Directors of not more than fifteen and not less than nine members, who shall be elected from the membership at the



annual meeting, and vacancies in which shall be filled by the members at any regular meeting or special meeting called for that purpose. The Board of Directors shall have such powers and shall perform such duties as may be prescribed by the by-laws.

The names and addresses of the first Board of Directors are:

- Jerry Dineen, 1386 Blair Avenue, St. Paul, Minn.
- Harold Ayers, 1711 Juliet Avenue, St. Paul, Minn.
- George Guertin, 1353 Thomas Avenue, St. Paul, Minnesota.
- John W. Enright, 1327 Van Buren Avenue, St. Paul, Minn.
- C. D. Holmes, 1227 Niles Avenue, St. Paul, Minn.
- Edward Marshall, 1295 Thomas Avenue, St. Paul, Minn.
- Thomas Flaherty, 1214 Lafond Avenue, St. Paul, Minn.
- Charles McCarty, 1374 Van Buren Avenue, St. Paul, Minn.
- J. J. Gillen, 1311 Van Buren Avenue, St. Paul, Minn.
- William Pewters, 867 North Hamline Avenue, St. Paul, Minn.
- LeRoy Torkelson, 1384 Thomas Avenue, St. Paul, Minn.

#### ARTICLE VIII

The officers of the corporation shall be: President, Vice President, Recording Secretary, Financial Secretary and Treasurer, all of whom shall be members of the corporation, and all of whom shall be elected at the annual meeting by a majority of the members present, and shall hold office, unless removed for cause, until their successors are elected and have qualified.

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President	Jerry Dineen
Vice President	Harold Ayers
Recording Secretary	C. D. Holmes
Financial Secretary	John W. Enright
Treasurer	George Guertin

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#### ARTICLE VIII

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ARTICLE VII

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John W. Enright, 1327 Van Buren Avenue, St. Paul, Minn.  
C. D. Holmes, 1227 Niles Avenue, St. Paul, Minn.  
Edward Marshall, 1295 Thomas Avenue, St. Paul, Minn.  
Thomas Flaherty, 1214 Lafond Avenue, St. Paul, Minn.  
Charles McCarty, 1374 Van Buren Avenue, St. Paul, Minn.  
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