

Office of the Minnesota Secretary of State Certificate of Incorporation

I, Steve Simon, Secretary of State of Minnesota, do certify that: The following business entity has duly complied with the relevant provisions of Minnesota Statutes listed below, and is formed or authorized to do business in Minnesota on and after this date with all the powers, rights and privileges, and subject to the limitations, duties and restrictions, set forth in that chapter.

The business entity is now legally registered under the laws of Minnesota.

Name: Marine Village School

File Number: 1146351800025

Minnesota Statutes, Chapter: 317A

This certificate has been issued on: 03/04/2020



Steve Simon
Secretary of State
State of Minnesota

Office of the Minnesota Secretary of State
Minnesota Nonprofit Corporation/Articles of Incorporation
Minnesota Statutes, Chapter 317A



The individual(s) listed below who is (are each) 18 years of age or older, hereby adopt(s) the following Articles of Incorporation:

ARTICLE 1 - CORPORATE NAME:

Marine Village School

ARTICLE 2 - REGISTERED OFFICE AND AGENT(S), IF ANY AT THAT OFFICE:

Name

Address:

Win Miller

121 Judd Street Marine on St Croix MN 55047 USA

ARTICLE 3 - INCORPORATOR(S):

Name:

Address:

Craig Kepler

**60 South Sixth Street Suite 2700 Minneapolis MN
55047**

DURATION: PERPETUAL

If you submit an attachment, it will be incorporated into this document. If the attachment conflicts with the information specifically set forth in this document, this document supersedes the data referenced in the attachment.

By typing my name, I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

SIGNED BY: Craig Kepler

MAILING ADDRESS: P.O. Box 216 Marine on St Croix MN 55047

EMAIL FOR OFFICIAL NOTICES: khusfeldt@bestlaw.com

**ARTICLES OF INCORPORATION
OF
MARINE VILLAGE SCHOOL
(the "Corporation")**

These Articles of Incorporation are signed and acknowledged by the undersigned incorporator for the purpose of forming a nonprofit corporation under the Minnesota Nonprofit Corporations Act, Minnesota Statute, Chapter 317A.

ARTICLE I. - NAME

The name of this corporation is Marine Village School.

ARTICLE II. - REGISTERED OFFICE ADDRESS

The place in Minnesota where the principal office of the corporation is located is: 121 Judd Street, Marine on St. Croix, Minnesota 55047-0247.

The registered office of this corporation, at which the general business of this corporation shall be transacted and where the records of this corporation shall be kept, shall be at such place in the State of Minnesota as shall be fixed from time to time by duly adopted resolutions of the Board of Directors.

ARTICLE III. - PURPOSE

This corporation is organized exclusively for charitable, religious, educational, and scientific 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.

Without limiting the foregoing, the purpose of this corporation is to operate as a public charter school under the laws of the State of Minnesota.

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 organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that organization 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.

ARTICLE V. - MEMBERSHIP/BOARD OF DIRECTORS

This corporation shall not have members with voting rights.

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.

The number of directors constituting the initial board of directors is three (3).

Members of the initial board of directors shall serve until removed, or until their successors have been duly elected and qualified, as provided in the 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. – EFFECT; DURATION/DISSOLUTION

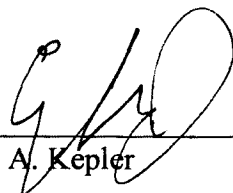
The duration of the corporate existence shall be perpetual until dissolution.

At the time of dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, dispose of the remaining assets of the corporation; provided, however, that in no case shall a liquidation, transfer or disposition be made which would not qualify as a charitable contribution under Section 170(c)(1) or (2) of the Code, and all assets shall be turned over and transferred to one or more organizations qualified as exempt pursuant to 501(c)(3) of the Internal Revenue Code, or to the State of Minnesota or any political subdivision thereof for exclusively public purposes.

ARTICLE VIII. – INCORPORATOR

The incorporator of the Corporation is Craig A. Kepler, whose address is 60 South Sixth Street, Suite 2700, Minneapolis, Minnesota 55402.

IN WITNESS WHEREOF, I have hereunto set my hand this 3rd day of March, 2020.



Craig A. Kepler



Work Item 1146351800025
Original File Number 1146351800025

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
03/04/2020 11:59 PM

Steve Simon

Steve Simon
Secretary of State