

# **ARTICLES OF INCORPORATION OF VIKINGS BLUE LINE CLUB INC.**

We the undersigned, for the purpose of forming a corporation under and pursuant to Minnesota Statutes Chapter 317A, do hereby associate ourselves together as a body corporate and adopt the following Articles of Incorporation.

## **ARTICLE I NAME/REGISTERED OFFICE**

The name of this corporation is **Vikings Blue Line Club**. The registered office of this corporation is located at 6408 Elm Street, North Branch, MN, 55056 (mailing address: PO Box 894, North Branch, MN, 55056)

## **ARTICLE II PURPOSE**

This corporation is organized exclusively for charitable purpose within the meaning of Section 501(c)(3) of the Internal Revenue Code 1986, as now enacted or hereafter amended, including, for such purpose, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1986. To this end, the corporation shall promote athletic opportunities for all interested youth and member sports programs within the North Branch area. All funds, whether income or principal, and whether acquired by gift of contribution or otherwise, shall be devoted to said purpose.

## **ARTICLE III POWERS**

This corporation shall have and exercise only such powers as are required by and are consistent with the purposes enumerated in Article II above. Within these limitations, this corporation may acquire and receive property of every kind by any legal means, whether by purchase, conveyance, lease, gift, grant, bequest, legacy, devise or otherwise, and whether in trust or otherwise; own, hold, manage, expend, and make gifts, grants, and contributions of, and convey, transfer, and dispose of any property and the income thereof to further any of the purposes of this corporation; lease, mortgage, encumber, any such property; and exercise any other powers that are consistent with the foregoing purposes and that are afforded to this corporation under the Minnesota Nonprofit Corporation Act.

## **ARTICLE IV LIMITATIONS**

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

1. This corporation shall not, incidentally or otherwise, afford or pay any pecuniary gain, dividends, or other pecuniary remuneration to its members, and no part of the net income or net earnings of this corporation shall, directly or indirectly, inure to the benefit of or be distributed to any member, director, officer or other private individual. This corporation shall not lend any of its assets to any officer, director, or member of this corporation, or guarantee to any person the payment of a loan by any officer, director, or member of this corporation. Nonetheless, this corporation may pay reasonable compensation for services rendered and for supplies furnished to this corporation in furtherance of the purposes set forth in Article II above;
2. No substantial part of the activities of the corporation shall constitute the carrying on of the 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; and
3. This corporation shall not engage in any activity which may not be carried on (i) by an organization which is exempt from federal income taxation under Section 501(a) of the Code by virtue of being described in Section 501(c)(3) of the Code, or (ii) by an organization the contributions to which are deductible under Sections 170(c)(2), 2055(a) and 2522(a) of the Code.

## **ARTICLE IV Names of Incorporators**

The names and addresses of the incorporators of the corporation are:

<u>Name</u>	<u>Address</u>
Lisa Henderson	31068 Cedar Crest Trail, North Branch, MN 55056
Jen Fairbanks	
Lisa Klatt	
Sharon Owen	

## **ARTICLE V MEMBERS/DIRECTORS**

This corporation shall have one class of members with voting rights. The rights and privileges of all members shall be equal. The conditions and regulations of membership and the rights and other privileges of membership shall be determined and fixed by the Bylaws. The only deviation to the bylaws will be the first election where the offices of Vice President and

Secretary will be one year and will be from that point forward 2 year terms this will allow for the offices to rotate elections.

The management and affairs of the corporation shall be at all times under the direction of Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No member or Director shall have any right, title, or interest in or to any property of the corporation.

The number of officers constituting the first Board of Directors is four (4), their names and addresses are:

<u>Name</u>	<u>Address</u>
Lisa Henderson (President)	31068 Cedar Crest Trail, North Branch, MN 55056
Jen Fairbanks (Vice President)	
Lisa Klatt (Treasurer)	
Sharon Owen (Secretary)	

## **ARTICLE VI**

### **DEBT OBLIGATIONS AND PERSONAL LIABILITY**

No member (whensoever members exist), officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall the property of those parties be subject to the payment of the debts or obligations of this corporation, except to the extent that federal or State law shall mandate individual party responsibility for tax trust funds.

## **ARTICLE VII**

### **CAPITAL STOCK**

This corporation shall have no capital stock, either authorized or issued.

## **ARTICLE IX**

### **DISSOLUTION**

This corporation may be dissolved in accordance with the Laws of the State of Minnesota. Upon dissolution of this corporation, and after the payment of all liabilities and obligations of this corporation and all costs and expenses incurred by this corporation in connection with such dissolution, and subject always to the further provisions of this Article IX, any remaining property shall be distributed to one or more organizations that are exempt from federal income taxation under Section 501(a) of the Code by virtue of being described in Section 501(c)(3) of the Code, or to the United States government, or to the State of Minnesota, or any political subdivision or agency of the State for exclusively public purposes, all in such proportions as shall be determined (i) by the Board of Directors of this corporation if the dissolution of this corporation is not required by the laws of the State of Minnesota then in existence to be conducted under court supervision, or (ii) by a court of competent jurisdiction if the dissolution of this corporation is required by the Laws of the State of Minnesota then in existence to be conducted under court supervision. Notwithstanding anything apparently or expressly to the contrary contained in this Article IX, if any assets are then held by this corporation in trust or upon condition or subject to any executory or special limitation, and if the condition or limitation occurs by reason of the dissolution of this corporation. such assets shall revert or be returned.

transferred, or conveyed in accordance with the terms and provisions of such trust, conditions, or limitations, provided that such assets shall not be distributed to the corporation's members, directors or officers.

The undersigned officers certify both that she/he executes these Articles for the purposes herein stated, and that by such execution, affirms the understanding that should any of the information in these Articles be intentionally or knowingly misstated, she/he is subject to the penalties for perjury set forth in Minnesota Statutes section 609.48 as if this document had been executed under oath.

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signature

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date

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