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NORTH DAKOTA NONPROFIT CORPORATION ARTICLES OF INCORPORATION

SECRETARY OF STATE

SFN 13003 (08-2015)

FILING FEE: $40.00

FOR OFFICE USE ONLY	
ID Number	
Work Order Number	
Filed	By

TYPE OR PRINT LEGIBLY

SEE INSTRUCTIONS FOR FEES, FILING AND MAILING INFORMATION.

We, the undersigned natural persons of the age of eighteen years or more, acting as incorporators of a corporation organized under North Dakota Century Code Chapter 10-33, adopt the following Articles of Incorporation.

Article 1. Name of Corporation

Article 1A. Address of Principal Executive Office (Street/RR, City, State, ZIP+4). **Street address MUST be provided; may not be only a post office box.**

Article 2A. Name of **commercial** registered agent in **North Dakota**

OR

Article 2B. Name of **noncommercial** registered agent in **North Dakota**

Article 2C. Address of **noncommercial** registered agent in North Dakota (Street/RR, PO Box, City, State, ZIP+4) **Street address MUST be provided; may not be only a post office box.**

Article 3. The corporation shall be effective: (check one)

☐ When Filed with the Secretary of State ☐ Later on (month, day, year): _____ (Must be within 90 days after filing with Secretary of State)

Article 4. Purpose for which corporation is organized

Article 5. Other provisions elected for inclusion

Article 6. Name and address of each incorporator (must provide at least one)

NAME	COMPLETE MAILING ADDRESS Street/Rural Route / Post Office Box	City	State	ZIP+4

"The above named incorporators have read the foregoing Articles of Incorporation, know the contents, and believe the statements made therein to be true. I (We) further authorize the Secretary of State to correct Articles 2A, 2B, or 2C if not correctly reflected. I (We) understand that if I (we) make a false statement in this document, I (we) may be subject to criminal penalties. "

Signature	Date
Signature	Date
Signature	Date
Signature	Date

Name of Person to Contact About This Document	E-mail Address	Daytime Telephone Number

NORTH DAKOTA NONPROFIT CORPORATION ARTICLES OF INCORPORATION

North Dakota Century Code Chapter 10-33 allows the formation of a nonprofit corporation. The nonprofit corporation is established when articles of incorporation are filed with the Secretary of State.

FILING FEES: $40.00. If the corporation selects a corporate name that is the same as, or deceptively similar to, the name of another organization registered with the Secretary of State, an additional $10 is required for filing each Consent to Use Business Name that may be required. (Checks must be payable to "Secretary of State" and must be for U.S. negotiable funds. Payment may also be made by credit card using VISA, MasterCard, or Discover.)

The sentence immediately above Article 1 is declaring the incorporators as being eighteen years of age, and the corporation's governance under North Dakota Century Code, Chapter 10-33, the Nonprofit Corporation Act.

The following article numbers correspond to the numbered sections on the form.

ARTICLE 1. Provide the corporate name. The name must be expressed in characters or letters in the English language as those characters or letters appear in the American Standard Code of Information Interchange (ASCII) table. The name need not include the word "company", "corporation", "incorporated", "limited", or an abbreviation of one of these.

The name may not be the same as, or deceptively similar to, any other corporate name, limited liability company name, trade name, fictitious name, limited partnership name, limited liability limited partnership name, limited liability partnership name, trademark or service mark, or a name that is in any manner reserved with the Secretary of State. If the proposed name is not available, the Articles of Incorporation cannot be filed by the Secretary of State unless accompanied by the Consent to Use Business Name.

The name may not include such words as "bank", "banker", "banking", "trust", or "trust company", or any other word or words of like import unless the Articles of Incorporation are supported by a written approval for the use from the Department of Financial Institutions. These words are preserved by North Dakota law for use by the Bank of North Dakota, state and national banks, and trust companies. Contact information:

ND Department of Financial Institutions
2000 Schafer St Ste G
Bismarck, ND 58501-1204
Phone: (701) 328-9933
Email: dfi@nd.gov

Filing of the Articles of Incorporation with the Secretary of State provides protection of the corporate name in North Dakota. However, if a mark is registered with the Patent and Trademark Office in Washington, D.C., the federal registration may supersede the protection afforded by state law.

ARTICLE 1A. Provide the complete address of the principal executive office. The address must include a street address; it cannot be only a post office box. If a corporation does not maintain an office, provide the address of one of the officers.

ARTICLE 2. A corporation must continuously maintain a commercial ***or*** noncommercial registered agent and address in North Dakota. A corporation cannot serve itself as its registered agent. The registered agent receives all legal notices for the corporation, including service of process if a lawsuit is filed against a corporation. The registered agent is expected to forward all notices to the corporation.

A commercial registered agent must be registered as a commercial registered agent with the North Dakota Secretary of State. The appointed agent can verify their status as a commercial registered agent from their acknowledged filing and from the list of commercial registered agents maintained on the Secretary of State's website at sos.nd.gov.

A noncommercial registered agent may be one of the following:

a) An individual residing in North Dakota,
b) A domestic or foreign corporation, or
c) A domestic or foreign limited liability company

A corporation or limited liability company appointed as a noncommercial registered agent must be registered with the Secretary of State, be in good standing, and have a business address in North Dakota. If a corporation or limited liability company is named as a noncommercial registered agent, provide the "correct" name of the organization.

Seek the approval of the party before naming them as the commercial or noncommercial registered agent. Proof of the approval is not required to be filed with the Secretary of State. Failure to seek consent from the party named as agent may result in involuntary dissolution of the corporation.

ARTICLE 2A. If a commercial registered agent is being appointed, provide the correct name as registered with the North Dakota Secretary of State. If the name in Article 2A is not the same as registered by the commercial registered agent, the name will be corrected by the Secretary of State when the document is reviewed.

OR

ARTICLE 2B. If a noncommercial registered agent is being appointed, provide the correct name. If another corporation or limited liability company is appointed as registered agent and the name of that organization in Article 2B is not the same as registered, the name will be corrected by the Secretary or State when the document is reviewed.

ARTICLE 2C. If a noncommercial registered agent is being appointed, provide the complete address which may not be only a post office box. **Leave this line blank if a commercial registered agent is appointed.** If a commercial registered agent is named in 2A and an address is provided in 2C, the address will be removed by the Secretary of State.

ARTICLE 3. Check the box for the desired effective date. Articles of incorporation may be effective at the time the certificate of incorporation is issued by the Secretary of State or within 90 days after the certificate is issued. If a later date is specified, include the month, day, and year. If neither box is checked, the articles of incorporation will be effective when the Secretary of State issues the certificate of incorporation.

NORTH DAKOTA NONPROFIT CORPORATION ARTICLES OF INCORPORATION (continued)

ARTICLE 4. Provide the purpose of the corporation. A nonprofit corporation may incorporate for any lawful nonprofit activity. Generally, nonprofit corporation articles include specific purposes. However, the Secretary of State will accept articles of incorporation with "any lawful nonprofit purpose" unless the name or any other aspect of the articles indicates a purpose that may not be appropriate for a nonprofit corporation.

A nonprofit corporation may not pay dividends, pecuniary remuneration or result in pecuniary gain to its members, other than to the members who are either nonprofit organizations, subdivisions, units or agencies of the United States, state government, or local government.

ARTICLE 5. Provide any articles not otherwise included on this form. This article often includes the language specified for inclusion by the Internal Revenue Service to qualify for tax-exempt status. If the corporation chooses to determine a specific date on which it is to cease to exist, that provision might be included in this article.

ARTICLE 6. Provide the names and complete mailing addresses of the incorporators. If there are more than three incorporators, attach a list of additional incorporators including their addresses and signatures. Only one incorporator is required, and more may be named. Incorporators must be individuals and must be at least eighteen years of age. All incorporators named must sign Article 6.

At the bottom of the form, list the name, e-mail address, and daytime telephone number of a contact person if this office has any questions or needs additional information to file the articles of incorporation. The email address is not disclosed to the public; this information is privatized in accordance with N.D.C.C. Section 44-04-18.21.

ASSISTANCE: If assistance is required to complete articles of incorporation, call (701) 328-2904.

FAX FILING: Documents and Credit Card Payment Authorization may be faxed to (701) 328-2992. A faxed filing does not expedite the process of the documents in the office of the Secretary of State.

EMAIL: Email is not a secure utility for the transmission of private information or credit card authorizations. **DO NOT EMAIL YOUR DOCUMENT TO THE SECRETARY OF STATE.**

MAILING INSTRUCTIONS: Send articles of incorporation and payment to:

Business Registration Unit
Secretary of State
State of North Dakota
600 E Boulevard Ave Dept 108
Bismarck ND 58505-0500

Telephone: (701) 328-2904 Toll Free: (800) 352-0867 (option 3) Fax: (701) 328-2992 Website: sos.nd.gov

ANNUAL REPORT: An annual report is required of a nonprofit corporation on February 1st in the year after that in which the articles of incorporation are effective. The registered agent will be notified when the required reporting form is available.

CREDIT CARD PAYMENT AUTHORIZATION

SECRETARY OF STATE
SFN 51478 (04-2014)
(All items required to complete transaction)

Amount Authorized			
Name			Telephone Number
Address	City	State	ZIP Code
☐ VISA ☐ MasterCard ☐ Discover			Signature (Required by Credit Card Companies)
Account Number	CSC Number *	Card Expires Month Year	Date

* (CSC is the three-digit security code on the back of your card by the signature)