

**ARTICLES OF INCORPORATION
OF
ART WORKS EAGAN**

The undersigned incorporators are individuals 18 years of age or older and adopt the following articles of incorporation to form a nonprofit corporation pursuant to Chapter 317A of the Minnesota Statutes.

ARTICLE I - NAME

The name of this corporation shall be Art Works Eagan.

ARTICLE II - REGISTERED OFFICE AND AGENT

The place in Minnesota where the principal office of the corporation is to be located is:

c/o Jerri Neddermeyer, 2215 James Court, Eagan, Minnesota 55122

ARTICLE III - PURPOSE

This corporation is organized exclusively for charitable, educational and literary 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:

1. To increase public access to the arts;
2. To promote the benefits of the arts and art education to the general public; and
3. To connect local working artists, arts organizations and community in a creative gathering space.

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 the 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 Article III herein.
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 organization 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.

ARTICLE V - MEMBERSHIP/BOARD OF DIRECTORS

This corporation shall not have members. 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 **seven (7)**; their names and addresses are as follows:

Jerri Neddermeyer, 2215 James Court, Eagan, Minnesota 55122
Julie Anderson, 669 McFaddens Trail Eagan, Minnesota 55123
Tim Cooper, 1197 Spoonbill Circle, Eagan, Minnesota 55123
Juliet Parisi, 1236 Tananger Court, Eagan, Minnesota 55123
Wanda Borman, 4719 Weston Hills Drive, Eagan, Minnesota 55123
Caitlin Dowling, 7936 Lower Hamlet Court, Apple Valley, Minnesota 55124
Marie Biallas, 4260 Limestone Drive, Eagan, Minnesota 55122

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.

ARTICLE VI - PERSONAL LIABILITY

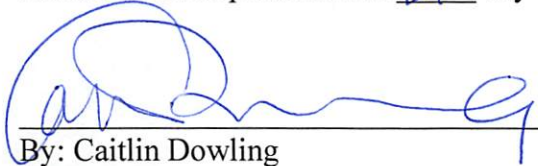
No member, officer or director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VII - DURATION AND DISSOLUTION

The duration of the corporate existence shall be perpetual until dissolution. Upon the dissolution of the organization, 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, I, 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 executed these Articles of Incorporation this 24th day of January, 2016.



By: Caitlin Dowling
7936 Lower Hamlet Court
Apple Valley, MN 55124