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ARTICLES OF INCORPORATION
OF
HENNEPIN COUNTY GIS USERS GROUP

The undersigned incorporator is an individual 18 years of age or older and adopt the following articles of incorporation to form a nonprofit corporation (Chapter 317A).

ARTICLE I - NAME

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The name of this corporation shall be Hennepin County GIS Users Group.

ARTICLE II - REGISTERED OFFICE ADDRESS

The place in Minnesota where the principle office of the corporation is to be located at 5750 Duluth Street, Golden Valley, Minnesota 55422.

ARTICLE III - PURPOSE

This corporation is organized exclusively for 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.

The purpose of this corporation is:

- to provide a forum for communicating ideas, resolving problems, and increasing the effectiveness of GIS use and Hennepin County's digital basemap data.
- to foster widespread sharing of geospatial data and knowledge.
- to learn more about GIS technology and its applications, develop data standards, and discuss policy issues.

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 insure 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.
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, or by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future tax code.

ARTICLE V - MEMBERSHIP / BOARD OF DIRECTORS

This corporation shall have members. The eligibility, rights, and obligations of the members will be determined by the organization's bylaws.

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 four (4):
Michael Eberle, 10020 99th Avenue N, Maple Grove, Minnesota 55369
Robert Diedrich, 4524 Wilson Street, Minnetonka, Minnesota 55345
Shawn Strong, 13150 90th Place N, Maple Grove, Minnesota 55369
William Brown, 300 South 6th Street, Minneapolis, Minnesota 55126

Members of the initial board of directors shall serve until the last meeting of 2004, at which their successors will be duly elected and qualified, or removed as provided in the bylaws.

ARTICLE VI - SHARES

This corporation is not authorized to issue any shares.

ARTICLE VII - PERSONAL LIABILITY

No member, officer, or director of the 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 debts or obligations of the corporation.

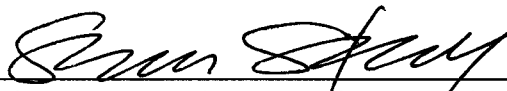
ARTICLE VIII - DURATION / DISOLUTION

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 IX - 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 December 3 of 2003.



Shawn Strong (Secretary/Treasurer)

13150 90th Place N, Maple Grove Minnesota, 55369

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

DEC - 3 2003


Secretary of State