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Or call the IRS Identity Theft Hotline at 1-800-908-4490



Part II Balance Sheets (see the instructions for Part II)

Check if the organization used Schedule O to respond to any question in this Part II

	(A) Beginning of year	(B) End of year
22 Cash, savings, and investments	121,511	69,865
23 Land and buildings		
24 Other assets (describe in Schedule O)		
25 Total assets	121,511	69,865
26 Total liabilities (describe in Schedule O)		
27 Net assets or fund balances (line 27 of column (B) must agree with line 21)	121,511	69,865

Part III Statement of Program Service Accomplishments (see the instructions for Part III)

Check if the organization used Schedule O to respond to any question in this Part III

What is the organization's primary exempt purpose? **Public education on public policy issues**

Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title.

Expenses
(Required for section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts, optional for others.)

28 Coordinate discussion on how to solve Minnesota's education achievement gap. Estimated 800 participants.		
(Grants \$) If this amount includes foreign grants, check here <input type="checkbox"/>	28a	3,893
29 Coordinate discussion of immigrant and economic policy issues facing Minnesota's Latino population. Estimated 100 participants.		
(Grants \$) If this amount includes foreign grants, check here <input type="checkbox"/>	29a	1,730
30 Coordinate monthly public policy discussion groups in Minneapolis and Brooklyn Center. Estimated 700 participants.		
(Grants \$) If this amount includes foreign grants, check here <input type="checkbox"/>	30a	777
31 Other program services (describe in Schedule O)		
(Grants \$) If this amount includes foreign grants, check here <input type="checkbox"/>	31a	
32 Total program service expenses (add lines 28a through 31a)	32	6,400

Part IV List of Officers, Directors, Trustees, and Key Employees (list each one even if not compensated—see the instructions for Part IV)

Check if the organization used Schedule O to respond to any question in this Part IV

(a) Name and title	(b) Average hours per week devoted to position	(c) Reportable compensation (Forms W-2/1099-MISC) (if not paid, enter -0-)	(d) Health benefits, contributions to employee benefit plans, and deferred compensation	(e) Estimated amount of other compensation
Jeremy Wieland 737 NE Van Buren St, Minneapolis, MN 55414	President, 3 hours p/week	0		
Laura Nevitt 1142 Marshall Ave, St. Paul, MN 55104	Vice President, 1 hour p/week	0		
John Risken 4302 Linden Hills Blvd, Minneapolis, MN 55410	Secretary, 2 hours p/week	0		
Brian Hanninen 2213 Milwaukee Ave, Minneapolis, MN 55404	Treasurer, 2 hours p/week	0		
Carol Woehrer 6236 Decatur Ave N, Brooklyn Park, MN 55428	Director, 6 hours p/week	0		
Linda Freemon 10406 France Ave N, Brooklyn Park, MN 55443	Director, 2 hours p/week	0		
Samuel Ortiz Verdeja P.O. Box 4051, St. Paul, MN 55104	Director, 2 hours p/week	0		
Greg Oliver 2518 Hayes St NE, Minneapolis, MN 55418	Director, 1 hour p/week	0		

Part V Other Information (Note the Schedule A and personal benefit contract statement requirements in the instructions for Part V) Check if the organization used Schedule O to respond to any question in this Part V

		Yes	No
33	Did the organization engage in any significant activity not previously reported to the IRS? If "Yes," provide a detailed description of each activity in Schedule O		✓
34	Were any significant changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the amended documents if they reflect a change to the organization's name. Otherwise, explain the change on Schedule O (see instructions)	✓	
35a	Did the organization have unrelated business gross income of \$1,000 or more during the year from business activities (such as those reported on lines 2, 6a, and 7a, among others)?		✓
b	If "Yes," to line 35a, has the organization filed a Form 990-T for the year? If "No," provide an explanation in Schedule O		
c	Was the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization subject to section 6033(e) notice, reporting, and proxy tax requirements during the year? If "Yes," complete Schedule C, Part III		✓
36	Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N	✓	
37a	Enter amount of political expenditures, direct or indirect, as described in the instructions ▶ 37a _____		
b	Did the organization file Form 1120-POL for this year?		✓
38a	Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the tax year covered by this return?		✓
b	If "Yes," complete Schedule L, Part II and enter the total amount involved	38b _____	
39	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on line 9	39a _____	
b	Gross receipts, included on line 9, for public use of club facilities	39b _____	
40a	Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under: section 4911 ▶ _____ ; section 4912 ▶ _____ ; section 4955 ▶ _____		
b	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year, or did it engage in an excess benefit transaction in a prior year that has not been reported on any of its prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I		✓
c	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ _____		
d	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization ▶ _____		
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T		✓
41	List the states with which a copy of this return is filed ▶ Minnesota		
42a	The organization's books are in care of ▶ Brian Hanninen Telephone no. ▶ 612-333-2373 Located at ▶ 2213 Milwaukee Avenue, Minnesota, MN ZIP + 4 ▶ 55404		
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country: ▶ _____ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts .		✓
c	At any time during the calendar year, did the organization maintain an office outside the U.S.? If "Yes," enter the name of the foreign country: ▶ _____		✓
43	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the tax year ▶ 43 _____		
44a	Did the organization maintain any donor advised funds during the year? If "Yes," Form 990 must be completed instead of Form 990-EZ		✓
b	Did the organization operate one or more hospital facilities during the year? If "Yes," Form 990 must be completed instead of Form 990-EZ		✓
c	Did the organization receive any payments for indoor tanning services during the year?		✓
d	If "Yes" to line 44c, has the organization filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O		
45a	Did the organization have a controlled entity within the meaning of section 512(b)(13)?		✓
45b	Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," Form 990 and Schedule R may need to be completed instead of Form 990-EZ (see instructions)		✓

	Yes	No
46 Did the organization engage, directly or indirectly, in political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	46	✓

Part VI Section 501(c)(3) organizations only

All section 501(c)(3) organizations must answer questions 47-49b and 52, and complete the tables for lines 50 and 51.

Check if the organization used Schedule O to respond to any question in this Part VI

	Yes	No
47 Did the organization engage in lobbying activities or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II	47	✓
48 Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	48	✓
49a Did the organization make any transfers to an exempt non-charitable related organization?	49a	✓
b If "Yes," was the related organization a section 527 organization?	49b	

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and title of each employee	(b) Average hours per week devoted to position	(c) Reportable compensation (Forms W-2/1099-MISC)	(d) Health benefits, contributions to employee benefit plans, and deferred compensation	(e) Estimated amount of other compensation
None				

f Total number of other employees paid over \$100,000 ▶ _____


51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and business address of each independent contractor	(b) Type of service	(c) Compensation
None		

d Total number of other independent contractors each receiving over \$100,000 ▶ _____

52 Did the organization complete Schedule A? **Note.** All section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A ▶ Yes No

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge

Sign Here	Signature of officer 	Date 5/1/2014
	Jeremy Wieland, President Type or print name and title	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶	Firm's EIN ▶			
	Firm's address ▶	Phone no.			

May the IRS discuss this return with the preparer shown above? See instructions ▶ Yes No

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No. 1545-0047

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

2013

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 990 or Form 990-EZ.

▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

Open to Public Inspection

Name of the organization THINK AGAIN MN	Employer identification number 363397938
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Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
- 2 A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4 A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8 A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I b Type II c Type III—Functionally integrated d Type III—Non-functionally integrated
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

- (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
- (ii) A family member of a person described in (i) above?
- (iii) A 35% controlled entity of a person described in (i) or (ii) above?

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the US?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
(A)									
(B)									
(C)									
(D)									
(E)									
Total									

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
 (Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	22,043	1,094	8,853	8,177	1,463	41,630
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	22,043	1,094	8,853	8,177	1,463	41,630
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4.						41,630

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4	22,043	1,094	8,853	8,177	1,463	41,630
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	1,235	904	1,013	1,263	81	4,496
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)	45					45
11 Total support. Add lines 7 through 10						46,171
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f))	14	100 %
15 Public support percentage from 2012 Schedule A, Part II, line 14	15	75 %
16a 33 1/3% support test—2013. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input checked="" type="checkbox"/>	
b 33 1/3% support test—2012. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
17a 10%-facts-and-circumstances test—2013. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
b 10%-facts-and-circumstances test—2012. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions	<input type="checkbox"/>	

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2012 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2012 Schedule A, Part III, line 17	18	%

- 19a 33 1/3% support tests—2013.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization . ▶
- b 33 1/3% support tests—2012.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization ▶
- 20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶

Part I Liquidation, Termination, or Dissolution (continued)

Note. If the organization distributed all of its assets during the tax year, then Form 990, Part X, column (B), line 16 (Total assets), and line 26 (Total liabilities), should equal -0-

- 3 Did the organization distribute its assets in accordance with its governing instrument(s)? If "No," describe in Part III **3**
- 4a Is the organization required to notify the attorney general or other appropriate state official of its intent to dissolve, liquidate, or terminate? **4a**
- b If "Yes," did the organization provide such notice? **4b**
- 5 Did the organization discharge or pay all of its liabilities in accordance with state laws? **5**
- 6a Did the organization have any tax-exempt bonds outstanding during the year? **6a**
- b Did the organization discharge or defease all of its tax-exempt bond liabilities during the tax year in accordance with the Internal Revenue Code and state laws? **6b**
- c If "Yes" to line 6b, describe in Part III how the organization defeased or otherwise settled these liabilities. If "No," explain in Part III.

Part II Sale, Exchange, Disposition, or Other Transfer of More Than 25% of the Organization's Assets. Complete this part if the organization answered "Yes" to Form 990, Part IV, line 32, or Form 990-EZ, line 36. Part II can be duplicated if additional space is needed.

1	(a) Description of asset(s) distributed or transaction expenses paid	(b) Date of distribution	(c) Fair market value of asset(s) distributed or amount of transaction expenses	(d) Method of determining FMV for asset(s) distributed or transaction expenses	(e) EIN of recipient	(f) Name and address of recipient	(g) IRC section of recipient(s) (if tax-exempt) or type of entity
	Endowment fund shares	01/07/2013	44,882.37	Average cost	41-6042488	University of Minnesota Foundation.	501(c)(3)
						McNamara Alumni Center, 200 Oak St SE, Minneapolis, MN 55455	

- 2 Did or will any officer, director, trustee, or key employee of the organization:
 - a Become a director or trustee of a successor or transferee organization? **2a**
 - b Become an employee of, or independent contractor for, a successor or transferee organization? **2b**
 - c Become a direct or indirect owner of a successor or transferee organization? **2c**
 - d Receive, or become entitled to, compensation or other similar payments as a result of the organization's significant disposition of assets? **2d**
 - e If the organization answered "Yes" to any of the questions in this line, provide the name of the person involved and explain in Part III. **2e**

**SCHEDULE O
(Form 990 or 990-EZ)**

Supplemental Information to Form 990 or 990-EZ

OMB No. 1545-0047

Complete to provide information for responses to specific questions on Form 990 or 990-EZ or to provide any additional information.

2013

Department of the Treasury
Internal Revenue Service

▶ Attach to Form 990 or 990-EZ.

Open to Public Inspection

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

Name of the organization

Employer identification number

Think Again MN

363397938

Part I #16. Other Expenses: Meeting expenses for programs \$3,705; Equipment and supplies for multimedia production of programs \$1,598;

Miscellaneous bank and filing fees \$156.

Part I #20. Other changes in net assets: Reflects transfer of endowment funds to the Humphrey School of Public Affairs through

the University of Minnesota Foundation.

No Y 946

V-64, 1765



To All To Whom These Presents Shall Come, Greeting:

Whereas, Articles of Incorporation, duly signed and acknowledged under oath, have been received in the office of the Secretary of State, on the 18th day of July, A D 1985 for the incorporation of

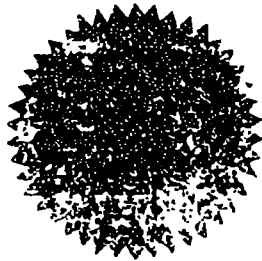
THE DEL. EDUCATION FUNDATION

and in accordance with the provisions of the Minnesota Nonprofit Corporation Act Minnesota Statutes Chapter 317,

Now, Therefore, by virtue of the powers and duties vested in me by law, as Secretary of State of the State of Minnesota, I do hereby certify that the said

THE DEL. EDUCATION FUNDATION

is a legally organized Corporation under the laws of this State.



Witness my official signature hereunto subscribed and the Great Seal of the State of Minnesota hereunto affixed this eighteenth day of July in the year of our Lord one thousand nine hundred and eighty-five

Joan Anderson Mowse
Secretary of State.

SECRET

10-10

Y-946

V-64, 177

ARTICLES OF INCORPORATION
OF
THE DFL EDUCATION FOUNDATION

The undersigned, for the purpose of forming a corporation pursuant to the provisions of the Minnesota Nonprofit Corporation Act, Minnesota Statutes, Chapter 317, and all future laws amendatory thereof and supplementary thereto, adopts the following Articles of Incorporation:

ARTICLE I
Name

The name of this corporation shall be "THE DFL ~~EDUCATION~~ EDUCATION FOUNDATION".

ARTICLE II
Purposes and Powers

A. Purposes. This corporation is organized and shall be operated exclusively for charitable, scientific and educational purposes, all as contemplated and permitted by Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1954. Within the framework and limitations of the foregoing, this corporation is organized and shall be operated exclusively to engage in, advance, support, promote, and administer the following educational activities, causes, and projects, in its own behalf or as the agent, trustee, or representative of others: (1) to encourage the study of the history and traditions of the United States, State of Minnesota and their forms of government; (2) to encourage the study of contemporary and future public policy issues; (3) to encourage

832/20

V-61. 174

the study of the history and traditions of the Minnesota Democratic-Farmer-Labor Party or any successor thereto (hereinafter the "Minnesota DFL") and other political parties in the United States; and (4) to focus public attention on issues and ideas that are directly related to the betterment of society. If and to the extent consistent with the foregoing purposes, this corporation is also empowered to aid, assist, and contribute to the support of the federal, Minnesota, and local governments and political subdivisions thereof for public purposes, and corporations, associations, trusts, foundations, and institutions (1) that are organized and operated exclusively for one or more purposes described in Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1954, (2) that are described in Section 501(c)(3) of the Internal Revenue Code of 1954, and (3) that are treated as exempt from federal income taxes under Section 501(a) of the Internal Revenue Code of 1954.

B. Powers. For such purposes, and not otherwise, this corporation shall have and exercise only such powers as are required by and are consistent with the foregoing purposes, including the power to acquire and receive funds and property of every kind and nature whatsoever, whether by purchase, conveyance, lease, gift, grant, bequest, legacy, devise, or otherwise and whether in trust or otherwise, and to own, hold, expend, make gifts, grants, and contributions of, and to convey, transfer, and dispose of any funds and property and the

Vol. 179

income therefrom in furtherance of the purposes of this corporation hereinabove set forth, or any of them, and to lease, mortgage, encumber, and use the same, and such other powers that are consistent with the foregoing purposes and that are afforded to this corporation by the Minnesota Nonprofit Corporation Act and by any future laws amendatory thereof and supplementary thereto. Provided, however, that all such powers of this corporation shall be exercised only so that the activities of this corporation shall be exclusively within the contemplation of Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1954, and of Section 290.05, Subdivision 2, of the Minnesota Statutes; provided further, however, that the reference herein to Section 290.05, Subdivision 2, of the Minnesota Statutes shall not permit, and shall not be taken as permitting, this corporation to have or exercise any power which is not within the contemplation of Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1954; and provided finally, however, that this corporation shall not carry on any activity not permitted to be carried on by a corporation that is exempt from federal income taxes under Section 501(a) of the Internal Revenue Code of 1954 as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1954 or by a corporation that is described in, and contributions to which are deductible for federal income tax purposes under, Section 170(c)(2) of the Internal Revenue Code of 1954.

104, 140

C. Applicable Laws. All references in these Articles of Incorporation to a particular section of the Internal Revenue Code of 1954 shall mean and include, as now enacted or as hereafter amended, such section and any provision of federal law, as is or may hereafter be applicable, cognate to such section; and the references in this Article II to Section 290.05, Subdivision 2, of the Minnesota Statutes shall mean and include, as now enacted or as hereafter amended, such provision and any provision of Minnesota law, as is or may hereafter be applicable, cognate to such provision.

ARTICLE III
Limitations

A. General Limitations. This corporation shall not, incidentally or otherwise, afford or pay any pecuniary gain, dividends, or other pecuniary remuneration to its members as such, and no part of the net income or net earnings of this corporation shall, directly or indirectly, be distributable to or otherwise inure to the benefit of any member or individual, but this corporation may pay reasonable compensation for services rendered and for supplies furnished to this corporation in furtherance of its purposes set forth in Article II hereof. This corporation shall not lend any of its assets to the Minnesota DFL or to any officer, director, or member of this corporation or guarantee to any person the payment of a loan by the Minnesota DFL or any officer, director, or member of this corporation.

V-104, 141

B. No Political Activity. This corporation shall not be involved in any partisan political activity, including but not limited to, elections or nominations for public office of every kind or nature whatsoever, elections or nominations for any office of any political party or any activities directly or indirectly related thereto. In connection with the foregoing prohibition on the activities of this corporation: (1) no substantial part of the activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation; (2) this corporation shall not participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office; (3) this corporation shall not take positions on public or party issues including those in any adopted platform of the Minnesota DFL; and (4) this corporation shall not provide contributions in cash, kind, or services to any political party or to any announced or unannounced candidates for any public office.

ARTICLE IV
Duration

The period of duration of corporate existence of this corporation shall be perpetual.

ARTICLE V
Office

The registered office of this corporation shall be located in Minneapolis, County of Hennepin, State of Minnesota.

V-101 482

ARTICLE VI
Incorporator

The name and address of the incorporator, who is a natural person of full age, is:

<u>Name</u>	<u>Address</u>
Bruce J. Shnider	2200 First Bank Place East Minneapolis, Minnesota 55402

ARTICLE VII
Directors

A. Classes of Director. The management and direction of the business and affairs of this corporation shall be vested in an eleven (11) member Board of Directors. The Board of Directors of the corporation shall be divided into three classes: Class I, Class II, and Class III. Class I shall consist of six (6) members of the Board of Directors who shall be elected by the members of this corporation as hereinafter defined. Class II shall consist of four (4) members of the Board of Directors who shall be elected by the Executive Committee of the Minnesota DFL or any successor thereto (hereinafter "Executive Committee"). Class III shall consist of one (1) member of the Board of Directors of this corporation who shall be the Chair of the Minnesota DFL, unless said Chair designates the Associate Chair of the Minnesota DFL to serve as a member of the Board of Directors of this corporation in place of said Chair. Except for the first Board of Directors of this corporation, members of the Board of Directors of this corporation from Class I and Class II shall be elected o. a

V-64, 143

staggered basis for three-year terms. Excluding any initial term of service on the first Board of Directors of this corporation, members of the Board of Directors from Class I shall not serve in excess of two consecutive full terms.

B. First Board of Directors. The names, addresses and initial term of service of each class of the members of the first Board of Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
<u>CLASS I</u>	
<u>Term Ending in 1988</u>	
Flo Wiger	4201 Chicago Avenue South Minneapolis, Minnesota 55407
Milan Kovacovic	552 Rose Street Duluth, Minnesota 55803
<u>Term Ending in 1987</u>	
Lorraine Cecil	1211 Bixby Avenue Bemidji, Minnesota 56601
Lew Freeman	4329 Portland Avenue South Minneapolis, Minnesota 55407
<u>Term Ending in 1986</u>	
Marion Fogarty	Route 1 - Box 101 Belle Plaine, Minnesota 56011
Tom Peek	10626 Grey Cloud Island Drive St. Paul Park, Minnesota 55071
<u>CLASS II</u>	
<u>Term Ending in 1988</u>	
Wayne Brandt	705 Medical Arts Building Duluth, Minnesota 55802

V-64 141

Dick Broeker 1300 Conwed Tower
444 Cedar Street
St. Paul, Minnesota 55101

Term Ending in 1987

Shirley Anderson Route 2
Osakis, Minnesota 56360

Term Ending in 1986

Vici Oshiro 2800 West Highland Drive
Burnsville, Minnesota 55337

CLASS III

Karl Neid 730 East 38th Street
Minneapolis, Minnesota 55402-2597

C. Qualifications. The members of the Board of Directors of this corporation shall be equally divided by gender and, to encourage participation, the selection of the members of the Board of Directors of this corporation shall reflect the affirmative action policies of the Minnesota DFL. Members of the Board of Directors of this corporation from Class II shall not be members of the Executive Committee. Members of the Board of Directors of this corporation from Class II may be removed from office and a vacancy thereby declared by the Executive Committee with prior notice to such director and in accordance with the constitution or similar agreements of the Minnesota DFL. At the time of their election, members of the Board of Directors of this corporation from Class I shall be equally divided between those residing within and without the seven-county metropolitan area (the counties of Hennepin, Ramsey, Dakota, Washington, Anoka, Carver and Scott). At the time of their election, members of the

V. 101. 125

Board of Directors of this corporation from Class II shall also be equally divided between those residing within and without the seven-county metropolitan area as heretofore defined. Members of the Board of Directors of this corporation from Class I and Class II shall not at any time be public officeholders elected on a partisan ballot or candidates therefor. In the event that such a member of the Board of Directors of this corporation announces a candidacy for any partisan political office, such announcement shall constitute an immediate resignation as a member of the Board of Directors of this corporation and a vacancy shall thereafter be filled in accordance with the bylaws of this corporation. Procedures for and the method of selecting members of the Board of Directors of this corporation shall be set forth in the bylaws of this corporation; provided, however, that no provision of such bylaws shall conflict with the terms and conditions of these Articles of Incorporation.

ARTICLE VIII
Membership

Membership in this corporation shall be open to everyone and shall be well publicized. A clear and unique membership shall be established for this corporation to distinguish its membership from membership in the Minnesota DFL. The types of and charges for membership in this corporation shall be as set forth in the bylaws of this corporation. After the first annual meeting of this corporation, each member of this corporation who has been a

1/10/1945

dues-paying member as set forth in the bylaws for at least six (6) months shall be given one vote in the election of members of the Board of Directors of this corporation from Class I and as to any other matters requiring the vote of or other action by the members of this corporation. In accordance with Chapter 317 of the Minnesota Statutes, the members of this corporation hereby waive and relinquish any rights not specifically granted to them pursuant to these Articles of Incorporation.

To the extent provided either in these Articles of Incorporation or in the bylaws of this corporation, each member of the Executive Committee, shall be considered a member of this corporation for the purpose of exercising the rights, powers and responsibilities granted to the Executive Committee.

ARTICLE IX
Liability

The officers, directors and members of this corporation shall not be personally liable to any extent whatsoever for any debts or obligations of this corporation.

ARTICLE X
Stock

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

ARTICLE XI
Powers of Directors

The Board of Directors of this corporation shall have authority to adopt initial bylaws for this corporation. Any

V-104 1157

changes in the Articles of Incorporation of this corporation, the initial bylaws of this corporation or the fundamental purposes of this corporation shall not require the approval of the members but shall require (1) prior review and comment by the Executive Committee and (2) approval by three out of the five members of the Board of Directors from Class II and Class III voting together as a single class. Members of the Board of Directors of this corporation from Class II and Class III voting together as a single class, and not the members of this corporation, shall also have the right at any time, without the vote or approval of the members of this corporation, by resolution adopted by three out of five such directors, to remove "DFL" from the name of this corporation and to add in lieu thereof any word or words required or permitted by Section 317.09 of the Minnesota Statutes.

ARTICLE XII
Dissolution

This corporation may be dissolved in accordance with the laws of the State of Minnesota upon a vote of a majority of the members of the Board of Directors from Class II and Class III voting together as a single class, who for this purpose shall be considered the only members of this corporation entitled to vote. 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

V. 101, 144

further provisions of this Article XII, any remaining assets shall be distributed to and among some, any, or all of the federal, Minnesota, or local governments or political subdivisions thereof for public purposes or such one or more corporations, associations, trusts, foundations, and institutions that are then in existence, that are exempt from federal income taxes under Section 501(a) of the Internal Revenue Code of 1954, that are organized and operated exclusively for one or more purposes described in Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1954, and that are described in Section 501(c)(3) and in Section 509(a)(1), (2), or (3) of the Internal Revenue Code of 1954, all in such proportions as shall be determined by the members of the Board of Directors of this corporation from Class II and Class III voting together as a single class, and not the members of the 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 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 hereinabove contained in this Article XII, 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

Vol. 140

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 limitation.

IN WITNESS WHEREOF, We have hereunto set our hands this 18th day of July, 1985.

Rose L. Wilson
Joann M. Carlson

Bruce J. Schider
Bruce J. Schider

STATE OF MINNESOTA)
) SS.
COUNTY OF HENNEPIN)

On this 18th day of July, 1985, personally appeared before me Bruce J. Schider, to me known to be the person described as incorporator in, and who executed, the foregoing Articles of Incorporation, and acknowledged that he executed the same for the uses and purposes therein expressed.

Rose L. Wilson



STATE OF MINNESOTA
DEPARTMENT OF STATE
I hereby certify that the within
Instrument was filed for record in this
office on the 18th day of July
A. D. 1985, at 4:30 o'clock P. M.,
and was duly recorded in Book V-64
of Incorporations, on page 470.

11-9-91



State of Minnesota
Office of the Secretary of State

102-10

Notice of Change of
Registered Office—Registered Agent or Both
by

Name of Corporation
The DFL Education Foundation

Pursuant to Minnesota Statutes, Section 302A.123, 404.10, 317.18, 317A.123 or 308A.025 the undersigned hereby certifies that the Board of Directors of the above named Corporation has resolved to change the corporation's registered office and/or agent to:

Agent's Name	If you do not wish to designate an agent, you must list "NONE" in this box. DO NOT LIST THE CORPORATION NAME		
	ROSS CORSON <u>Ross Corson</u>		
Address (No. & Street)	(you may not list a P.O. Box, but you may list a rural route and box number) <u>525 Park Street Suite 100</u>		
	2425 East Franklin Avenue #205		
City	County	Zip	
Minneapolis <u>St. Paul</u>	Hennepin <u>Ramsey</u>	<u>55103</u>	<u>55406</u>
Mailing Address	(if different than address above—P.O. Box is acceptable)		
	<u>P.O. Box 76075</u>		
City	County	Zip	
<u>St. Paul</u>	<u>Ramsey</u>	<u>55175</u>	

The new address may not be a post office box. It must be a street address, pursuant to Minnesota Statutes, Section 302A.011, Subd. 3., 303.02, Subd. 6., 317.02 Subd. 13., 317A.01 Subd. 2.
This change is effective on the day it is filed with the Secretary of State, unless you indicate another date, no later than 30 days after filing with the Secretary of State, in this box.

[Empty box for effective date]

I certify that I am authorized to execute this certificate and I further certify that I understand that by signing this certificate I am subject to the penalties of perjury as set forth in section 609.48 as if I had signed this certificate under oath.

Name of Officer or Other Authorized Agent of Corporation (Please Print) <u>Ross Corson</u>	Signature <u>Ross Corson</u>
Title or Office <u>Secretary and Treasurer</u>	Date <u>July 1, 1991</u>

Do not write below this line. For Secretary of State's use only.

Receipt Number 608655	File Data N.P.A.R.
Filing Fee: \$35.00	STATE OF MINNESOTA DEPARTMENT OF STATE FILED AUG 26 1991. <i>NA</i> <i>Jean Anderson</i> Secretary of State
Return to: Business Services Division Office of the Secretary of State 180 State Office Building St Paul, MN 55155 (612) 296-2800	
Make checks payable to: Secretary of State	

TO FILE THE REGISTRATION FOR THE 1990 CALENDAR YEAR YOU MUST ALSO COMPLETE THE REVERSE SIDE OF THIS FORM.



NP-RO 47-946

NOTICE OF CHANGE OF REGISTERED OFFICE/ REGISTERED AGENT

Please read the instructions on the back before completing this form.

I. Entity Name:

The DFL Education Foundation

II. Registered Office Address (No. & Street): List a complete street address or rural route and rural route box number. A post office box is not acceptable.

255 E. Plato Blvd
Street

St. Paul
City

MN
State

55107
Zip Code

III. Registered Agent (Registered agents are required for foreign entities but optional for Minnesota entities):

If you do not wish to designate an agent, you must list "NONE" in this box. DO NOT LIST THE ENTITY NAME.

In compliance with *Minnesota Statutes, Section 302A.123, 303.10, 308A.025, 317A.123 or 322B.135* I certify that the above listed company has resolved to change the entity's registered office and/or agent as listed above.

I certify that I am authorized to execute this notice and I further certify that I understand that by signing this notice I am subject to the penalties of perjury as set forth in *Minnesota Statutes Section 609.48* as if I had signed this notice under oath.

Victoria P. Oshiro

Signature of Authorized Person

Name and Telephone Number of a Contact Person:

Victoria Oshiro
please print legibly

(952) 890-2965

Filing Fee: Minnesota Corporations, Cooperatives and Limited Liability Companies: \$35.00.

Non-Minnesota Corporations: \$50.00.

Make checks payable to Secretary of State

**Return to: Minnesota Secretary of State
180 State Office Bldg.
100 Constitution Ave.
St. Paul, MN 55155-1299
(651) 296-2803**

**STATE OF MINNESOTA
FILED**

FEB 13 2003

Shirley Hoffmann
Secretary of State

Y-946

NP-RC



MINNESOTA SECRETARY OF STATE NOTICE OF CHANGE OF REGISTERED OFFICE/REGISTERED AGENT

Read the instructions before completing this form.

1. Entity Name:

The DFL Education Foundation

2. Registered Office Address: List a complete street address or rural route and rural route box number.
(A post office box by itself is not acceptable)

8373 Groveband Ct Mounds View MN MN 55112
Street City State Zip Code

3. Registered Agent (Registered agents are required for foreign entities, but optional for Minnesota entities):

NONE

If you do not wish to designate an agent, you must list "NONE" in this box. DO NOT LIST THE ENTITY NAME.

In compliance with Minnesota Statutes, Section 302A.123, 303.10, 308A.025, 308B, 317A.123 or 322B.135, I certify that the above listed company has resolved to change the entity's registered office and/or agent as listed above.

I certify that I am authorized to execute this notice and I further certify that I understand that by signing this notice I am subject to the penalties of perjury as set forth in Minnesota Statutes Section 609.48 as if I had signed this notice under oath.

Signature of Authorized Person

Name & Telephone Number of a Contact Person:

JEREMY WIELAND (612) 702 3917
Name please print legibly Telephone

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

AUG 24 2009

Mark Ritchie
Secretary of State

Filing Fee payable to the MN Secretary of State

Profit Minnesota Corporations, Cooperatives and Limited Liability Companies: \$35.00.

Minnesota Nonprofit Corporations: No \$35.00 fee is due, unless you are adding, removing or changing the agent.

Non-Minnesota Corporations: \$50.00.

4-946

NP Registered
Amend
BUS NAME



Office of the Minnesota Secretary of State
Minnesota Business & Nonprofit Corporations
Amendment to Articles of Incorporation
Minnesota Statutes, Chapter 302A or 317A



Read the instructions before completing this form.
Filing Fee:

1. Corporate Name: (Required)
The DFL Education Foundation
List the name of the company prior to any desired name change

2. This amendment is effective on the day it is filed with the Secretary of State, unless you indicate another date, no later than 30 days after filing with the Secretary of State.

Format: (mm/dd/yyyy)

3. The following amendment(s) to articles regulating the above corporation were adopted: (Insert full text of newly amended article(s) indicating which article(s) is (are) being amended or added.) If the full text of the amendment will not fit in the space provided, attach additional pages.

ARTICLE 1

The name of this corporation shall be Think Again MN

4. This amendment has been approved pursuant to *Minnesota Statutes, Chapter 302A or 317A.*

5. 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.

[Signature]
Signature of Authorized Person or Authorized Agent

3/18/2013
Date

Email Address for Official Notices

Enter an email address to which the Secretary of State can forward official notices required by law and other notices:

jeremywieland@comcast.net

Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

List a name and daytime phone number of a person who can be contacted about this form:

JEREMY WIELAND 612.702.3917

Contact Name

Phone Number

Does this entity own, lease, or have any financial interest in agricultural land or land capable of being farmed?
Yes No

**Amended and Restated Articles of
Incorporation of the
DFL Education Foundation**
(As amended through March 9, 2013)

Pursuant to Minnesota Statutes §317A.133, subdivision 1, and §317A.139, the Board of Directors of this Corporation hereby amends and restates the Articles of Incorporation as follows:

Article I Name

The name of this corporation shall be Think Again MN

Article II Purposes and Powers

A. Purposes. The purpose of this corporation shall be for charitable or educational purposes, 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 provisions of any future United States Internal Revenue Law. All funds whether income or principal and whether acquired by gifts or contributions, or otherwise, shall be devoted to said purposes.

B. Powers. For such purposes, and not otherwise, this corporation shall have and exercise only such powers as are required by and are consistent with the foregoing purposes, including the power to acquire and receive funds and property of every kind whatsoever, whether by purchase, conveyance, lease, gift, grant, bequest, legacy, devise, or otherwise and whether in trust or otherwise, and to own, hold, expend, make gifts, grants, and contributions of, and to convey, transfer, and dispose of any fund and property and the income therefrom in furtherance of the purposes of this corporation hereinabove set forth, or any of them, and to lease, mortgage, encumber, and use the same, and such other powers as are consistent with the foregoing purposes and that are afforded to this corporation by the Minnesota Nonprofit Corporation Act and by any future laws amendatory thereof and supplementary thereto.

Article III Limitations

The corporation shall not afford pecuniary gain, incidentally or otherwise to its members. No part of the net earnings of this corporation shall inure to the benefit of any member of the corporation, except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes. Such net earnings, if any, of this corporation shall be used to carry out the nonprofit corporate purposes set forth in Article II above. No substantial part of the activities of the corporation shall be the carrying on of propoganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the

publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

Article IV Duration

The period of duration of this corporation shall be perpetual.

Article V Office

The Registered office of this corporation shall be at 6236 Decatur Avenue North, Brooklyn Park, Minnesota 55428.

Article VI Directors

A. 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. At the time of the approval of this Restated Articles of Incorporation, the Board of Directors are: Brian Hanninen, Linda Freemon, Laura Nevitt, Greg Oliver, Vici Oshiro, John Risken, Sam Verdeja, Jeremy Wieland, Carol Woehrer each of whom will continue in office until they are subject to re-election.

B. In the event that a member of the Board of Directors of this corporation announces a candidacy for any partisan political office, such announcement shall constitute an immediate resignation as a member of the Board of Directors of this corporation and a vacancy shall thereafter be filled in accordance with the bylaws of this corporation. Procedures for and the method of selecting members of the Board of Directors of this corporation shall be set forth in the bylaws of this corporation, provided, however, that no provision of such bylaws shall conflict with the terms and conditions of these Articles of Incorporation.

Article VII Liability

The officers, directors and members of this corporation shall not be personally liable to any extent whatsoever for any debts or obligations of this corporation.

Article VIII Dissolution

This corporation may be dissolved in accordance with the laws of the State of Minnesota upon a vote of a majority 3/5 of the members of the Board of Directors. At the time of dissolution of the corporation, the board shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law, as the board shall determine. Any such remaining funds, property or other assets not so distributed shall be disposed of by petition or application to district court, according to state law, for such purposes or to such organization(s) as the court may decree, which are organized and operated exclusively for such purposes.

Article IX Board Action in Writing

Any action required or permitted to be taken at a board meeting may be taken by written action signed by the number of directors that would be required to take action at a meeting of the Board at which all directors were present, as prescribed in the bylaws; provided that if bylaws or statute require a different number to take action, that such number will be required.

Adopted March 9, 2013

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

APR 08 2013

Mark Ritchie
Secretary of State



STATE OF MINNESOTA

DEPARTMENT OF STATE

I hereby certify that this is a true and complete copy of the document as filed for record in this office.

DATED 4/24/13

Mark Ritchie

Secretary of State



By

[Signature]