

NP-OR



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ARTICLES OF INCORPORATION OF THE WREATHSFORTHEFALLEN.ORG, INC.

The undersigned, acting as incorporator for the purpose of forming a corporation pursuant to the provisions of Chapter 317A of the Minnesota Statutes, known as the nonprofit corporation act, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be the WreathsForTheFallen.org, Inc. ✓

ARTICLE II

The registered office of this corporation shall be Breen & Person, 510 Laurel Street, Box 472, Brainerd, MN 56401. ✓

ARTICLE III

The corporation is organized exclusively for charitable purposes. The purpose of this corporation shall be as follows: to memorialize veterans by providing wreaths at veterans cemeteries and other related activities.

ARTICLE IV

This corporation shall not afford pecuniary gain, incidentally or otherwise, to its members, except reasonable compensation may be paid for services rendered to this corporation in furtherance of its purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to 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 corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE V

The duration of this corporation shall be perpetual. In the event the corporation is dissolved, or otherwise ceases operation, all assets remaining after the organization's obligations are paid shall be distributed in accordance with Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distribution to the federal government, or to a state or local government, for a public purpose. Any such asset not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located,

exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VI

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

John Thomas
5244 Ashdale Lane
Baxter, MN 56425

ARTICLE VII

This corporation shall have one class of members. The By-Laws may establish criteria or procedures for admission of members. The members shall have no personal liability for corporate obligations. The private property of the members of this corporation shall not be held liable for any corporate debt.

ARTICLE VIII

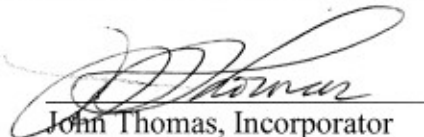
This corporation shall have no corporate stock.

ARTICLE IX

Any member may propose amendments to the Articles by setting forth the proposed amendment and direction that it be submitted for adoption at the next meeting of the members. A proposed amendment shall be adopted when a two-thirds majority of the members voting have approved the amendment.

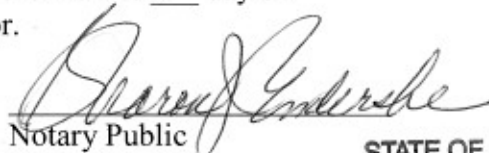
IN WITNESS WHEREOF, I have subscribed by name as of the date subscribed below my signature.

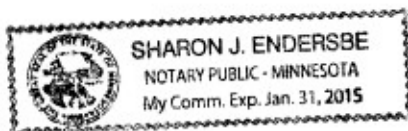
Date: 1-6-2011


John Thomas, Incorporator

STATE OF MINNESOTA)
)SS.
COUNTY OF CROW WING)

The above document was acknowledged before me this 6th day of January, 2011, by John Thomas, Incorporator.


Notary Public



STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED *pc*

JAN 12 2011