

**ARTICLES OF INCORPORATION
OF
RAHS FIREBEARS ROBOTICS BOOSTERS**

I, the undersigned, being of full age, for the purpose of forming a nonprofit Corporation under Chapter 317A of Minnesota Statutes as amended, do hereby form adopt these Articles of Incorporation.

I. Name & Registered Office

The name of this Corporation ("Corporation") is:

RAHS FIREBEARS ROBOTICS
BOOSTERS

The registered office of this Corporation is:

RAHS FIREBEARS ROBOTICS
BOOSTERS
1740 North Pascal Street
Falcon Heights, MN 55113

II. Purpose & Authority

1. The Corporation is organized and will be operated for one or more purposes as specified in Section 501(c)(3) of the Internal Revenue Code, as amended, or such other provisions of Minnesota or Federal Law as may from time to time be applicable. This Corporation will not be operated for profit but will be operated exclusively for charitable purposes. The specific purposes of this Corporation is:

- to support, encourage, and advance the robotics program and related activities of the Roseville Area High School Firebears Robotics Team;
- to promote projects that assist with the financial needs of the Roseville Area High School Firebears Robotics Team; and
- to promote STEM education in the Roseville Area School District.

2. The Corporation will have only those powers which are required by, and are consistent with, the purposes enumerated in this Article. Within those limitations, the Corporation may act on its own behalf or as the agent, trustee or representative of others; acquire or receive property of every kind by any legal means; hold, manage, use and dispose of any property and the income generated by it to further any of the purposes of the Corporation; lease, mortgage or encumber any such property; and exercise any other powers conferred on the Corporation by Minnesota Statutes Chapter 317A.

III. Restrictions of Operation

At all times the following will operate as conditions restricting the operations and activities of the Corporation:

- a) No part of the net earnings of the Corporation will inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the Corporation is 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.
- b) No substantial part of the activities of the Corporation will constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the Corporation will 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.
- c) The Corporation may not make any loans to any officer, director or member of the Corporation, or guarantee to any other person the payment of a loan by any officer, director or member of the Corporation.
- d) Notwithstanding any other provisions of this document, the Corporation will 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.

IV. Membership / Board of Directors

1. This Corporation will have members. The eligibility, rights and obligations of the members will be determined by the organization's bylaws.
2. The management of the affairs of the Corporation is vested in a Board of Directors, as defined by the Corporation's bylaws. No director may have any right, title, or interest in or to any property of the Corporation.
3. The number of directors constituting the initial Board of Directors is three (3). The initial Board of Directors will be appointed by the Incorporator of the Corporation.
4. Members of the initial Board of Directors will-serve until the first annual meeting, at which their successors will be duly elected and qualified or removed as provided in the bylaws. Additional directors can be added to the Board of Directors by vote of members at a regularly scheduled meeting.

V. Personal Liability

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

VI. Duration / Dissolution

1. The duration of this Corporation is perpetual.
2. The Corporation may be dissolved in accordance with the laws of the State of Minnesota. Upon dissolution of the Corporation, the Board or the officers acting under the direction of the Board, will distribute the assets of the Corporation in the following order of priority: (1) assets received and held for a special use or purpose in accordance with the uses and purposes for which the assets have been received and held; (2) costs and expenses of the dissolution proceedings, including attorney fees and disbursements, and (3) debts, obligations, and liabilities of the Corporation. Any property remaining after the payment of its debts will be transferred in such proportions as the Board of Directors of the Corporation will determine, to one or more organizations which are exempt from federal income taxation under Section 501(c)(3) of the Code, or to the State of Minnesota or any political subdivision or agency of the State for exclusively public purposes. No provision of these Articles will be construed to affect the disposition of property held by the Corporation upon trust or other condition, and upon dissolution of the Corporation, such property will be transferred in accordance with the trust or condition imposed with respect to it.

VII. Nondiscrimination

This Corporation will not discriminate on the basis of race, color, creed, religion, national origin, sex, marital status, sexual orientation (including by definition, gender identity), status with regard to public assistance, disability or age.

VIII. AMENDMENT

These Articles may be amended as set forth in the Bylaws of the Corporation.

IX. Incorporator

The name and address of the Incorporator of this Corporation is:

Kenneth Kunkle
Kunkle Law PLC
2332 Lexington Ave. N
St. Paul, MN 55117
612-414-3113

Until the appointment of an initial Board of Directors, the Incorporator may adopt, amend, or repeal the Bylaws of the Corporation or these Articles of Organization.

IN WITNESS WHEREOF, I have hereunto executed these Articles of Incorporation this 31 day of Oct., 2018.

s/KLK

Incorporator