



North Branch Area Hockey Association

Articles of Incorporation

**RESTATED
ARTICLES OF INCORPORATION
OF
NORTH BRANCH HOCKEY ASSOCIATION INC.**

Pursuant to Minnesota Statutes Chapter 317A, the following Restated Articles of Incorporation have been properly adopted by the Board of Directors and members of the corporation to supersede the original Articles of Incorporation and all amendments thereto.

ARTICLE I

NAME/REGISTERED OFFICE

The name of this corporation is **North Branch Area Hockey Association Inc.** The registered office of this corporation is located at 320 Main Street, North Branch, MN, 55056 (mailing address: PO Box 541, North Branch, MN, 55056)

ARTICLE II

PURPOSE

This corporation is organized exclusively for charitable purpose within the meaning of Section 501'(3) of the Internal Revenue Code 1986, as now enacted or hereafter amended, including, for such purpose, the making of distributions to organizations that qualify as exempt organizations under section 501'(3) of the Internal Revenue Code of 1986. To this end, the corporation shall provide the youth of the community with an opportunity to learn and play the game of hockey. All funds, whether income or principal, and whether acquired by gift of contribution or otherwise, shall be devoted to said purpose.

ARTICLE III

LIMITATIONS

At all times shall the following operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any director or Officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation.
2. No substantial part of the activities of the corporation shall constitute the carrying on of the 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 provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended; and
4. The corporation shall not lend any of its assets to any officer or director of this corporation, or guarantee to any person the payment of a loan by an officer or director of this corporation.

ARTICLE IV

MEMBERS/DIRECTORS

The corporation shall have a voting membership, and may have classes of same (if any), as defined in the corporation s bylaws. The management and affairs of the corporation shall be at all times under the direction of Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation s By-Laws. No member or Director shall have any right, title, or interest in or to any property of the corporation.

ARTICLE V
DEBT OBLIGATIONS AND PERSONAL LIABILITY

No member (whensoever members exist), officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall the property of those parties be subject to the payment of the debts or obligations of this corporation, except to the extent that federal or State law shall mandate individual party responsibility for tax trust funds.

ARTICLE VI
DISSOLUTION

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principle office of the corporation is then located, exclusively for such purposes or to such organized and operated exclusively for such purposes.

The undersigned officer certifies both that she/he executes these Restated Articles for the purposes herein stated, and that by such execution, affirms the understanding that should any of the information in these Restated Articles be intentionally or knowingly misstated, she/he is subject to the penalties for perjury set forth in Minnesota Statutes section 609.48 as if this document had been executed under oath.