

WASSERMANN LAKE ASSOCIATION



Articles of Incorporation

The undersigned, a majority of whom are citizens of the United States, desiring to form a Nonprofit Corporation under the Nonprofit Corporation Law of Chapter 317 Minnesota Statutes, do hereby certify:

ARTICLE I – NAME

The name of the Corporation shall be: **Wassermann Lake Association.**

ARTICLE II – REGISTERED OFFICE ADDRESS

The place in Minnesota where the principal office of the Corporation is to be located is:
8828 Ridge Ponds Dr., Victoria, MN 55386

ARTICLE III – PURPOSE

Our mission is to restore, protect and preserve Wassermann Lake.

This corporation is organized exclusively for scientific, environmental and educational purposes pertaining to the quality of the water and surrounding habitat of Wassermann Lake. All activities of the Association will be consistent with requirements as an exempt organization 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 support and conduct non-partisan research, education and increase public awareness and support for Wassermann Lake to include environmental activities intended to improve the water quality and surrounding habitat.

ARTICLE IV – TAX EXEMPTION REQUIREMENTS

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

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof.

WASSERMANN LAKE ASSOCIATION



No part of the activities of the corporation shall be the carrying on of propaganda, 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 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 the 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 the corresponding section of any future federal 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 six (6); their names and addresses are as follows:

1. Joseph D. Fiedler, 110340 Geske Rd. #127, Chaska, MN 55318
2. J. Dave Robb, 1925 Edgewater Pl., Victoria, MN 55386
3. Chris Rud, 8828 Ridge Ponds Dr., Victoria, MN 55386
4. Stan Rud, 8828 Ridge Ponds Dr., Victoria, MN 55386
5. James Ryan, 8824 Ridge Ponds Dr. Victoria, MN 55386
6. Aaron Taxler, 8925 CR 43, Chaska, MN 55318

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

ARTICLE VI – PERSONAL LIABILITY

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

WASSERMANN LAKE ASSOCIATION



ARTICLE VII – DURATION / DISSOLUTION

The duration of the corporate existence shall be perpetual until dissolution.

Upon the dissolution of the corporation, assets shall be distributed 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 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 VIII – INCORPORATORS

In witness whereof, we, the undersigned, have hereunto subscribed our names for the purpose of forming the corporation under the laws of the State of Minnesota and certify we executed these Articles of Incorporation this January 15 of 2011.

Incorporator's signature, name and address:

1. _____
Joseph D. Fiedler, 110340 Geske Rd. #127, Chaska, MN 55318
2. _____
J. Dave Robb, 1925 Edgewater Pl., Victoria, MN 55386
3. _____
Chris Rud, 8828 Ridge Ponds Dr., Victoria, MN 55386
4. _____
Stan Rud, 8828 Ridge Ponds Dr., Victoria, MN 55386
5. _____
James Ryan, 8824 Ridge Ponds Dr. Victoria, MN 55386
6. _____
Aaron Taxler, 8925 CR 43, Chaska, MN 55318

These Articles of Incorporation were unanimously approved at the January 15, 2011 Wassermann Lake Association Meeting.