

ARTICLES OF INCORPORATION OF TRIPOLI MINNESOTA, INC

The undersigned incorporator(s), in order to form a Minnesota Nonprofit Corporation under Minnesota Statutes, Chapter 317A are 18 years of age or older and adopt the following:

ARTICLE I — NAME

The name of this corporation shall be TRIPOLI MINNESOTA, INC. The corporation shall also be known as Tripoli Minnesota.

ARTICLE II — DURATION

The duration of this corporation shall be perpetual.

ARTICLE III — PURPOSE

The purpose of this corporation is:

- a) To support and conduct non-partisan research, education, informational and recreational activities to develop, promote, and technologically advance amateur rocketry in Minnesota.
- b) To educate our membership in all aspects of amateur rocketry including the safe use of commercially available rocket materials and to promote advancement through certifications.
- c) To support amateur rocket launch operations and opportunities for members, students, and spectators.
- d) To expand and enhance research operations by providing membership education and membership access to equipment.
- e) To foster a community of members by encouraging and supporting discussions, events, and mentorship through regular meetings and amateur rocket launches.
- f) This corporation is organized exclusively for charitable, religious and educational as specified in Section 501(c)(3) of the Internal Revenue Code, 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 section of any future federal tax code.

ARTICLE IV — PROVISIONS FOR THE REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION

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

1. 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 purpose set forth in the purpose clause hereof.

2. No substantial part of the activities of the corporation shall constitute the carrying on of 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 provisions of this document, the corporation shall 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.
4. The corporation, through its Board of Directors, reserves the right to amend, alter, change or repeal any provisions contained in these articles of incorporation, in the manner now or hereafter prescribed by statute.
5. 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.
6. Each initial director shall hold office until the first annual election of directors and the corporation may elect such officers as the bylaws may specify, who shall, subject to the provisions of the statute, have such titles and exercise such duties as the bylaws may provide.
7. The corporation shall have a class of members who shall be entitled to vote for the election of directors and one or more classes of members who shall not be so entitled, with the qualification and rights of all members being determined by the bylaws.

ARTICLE V — MEMBERSHIP

This corporation shall have members. The eligibility, rights and obligations of the members will be determined by the corporation's 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.

ARTICLE VII — DISSOLUTION

Upon dissolution of the Corporation the net assets remaining after payment or provision for debts shall be distributed for one or more exempt charitable or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding provisions of

future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE VIII — REGISTERED OFFICE AND AGENT

The address of the initial registered office of the corporation is 13904 Nevada Avenue, Savage, Minnesota 55378 and the initial registered agent of the corporation is David Fliger located at the aforementioned address.

ARTICLE IX — INITIAL DIRECTORS

The number of directors constituting the initial board of directors shall be seven (7) and the names and addresses of the persons who are to serve as directors until the first meeting of the corporation or until their successors are elected and qualified are:

Mark Adkins
2359 Superior Ln NW
Rochester, MN 55901

Jerry McDougal
924 Southside Dr
Woodville, WI 54028

David Fliger
13904 Nevada Avenue
Savage, MN 55378

David Schwantz
1321 Overlook Street
New Market, MN 55054

Carsten Franke
1152 LaFond Ave
St Paul, MN 55104

Gary Stroick
3600 France Ave S
St Louis Park, MN 55416

Wayne Johnson
7340 Parrish Ave NE
Otsego, MN 55330

ARTICLE X — INCORPORATORS

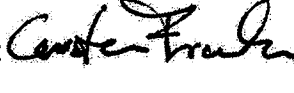
In witness whereof, we, the undersigned, have hereunto subscribed my name for the purpose of forming the corporation under the laws of the State of Minnesota and certify I have executed these Articles of Incorporation this 13th day of February, 2023.

David Fliger
13904 Nevada Avenue
Savage, MN 55378

Carsten Franke
1152 Lafond Ave
St Paul, MN 55104

Gary Stroick
3600 France Ave S
St Louis Park, MN 55416

Signed: 

Signed: 

Signed: 

Date: 02-21-2023

Date: 02-27-2023

Date: Feb. 21, 2023