

Amended and Restated Articles of Incorporation
of
SENA – Standish-Ericsson Neighborhood Association

Pursuant to the provisions of Chapter 317A of the Nonprofit Corporation Act, the undersigned Corporation adopts the following Articles of Incorporation:

ARTICLE I – Name

The name of this Corporation shall be SENA – Standish-Ericsson Neighborhood Association.

ARTICLE II – Purpose

The Corporation is organized exclusively for charitable and education purposes and for the promotion of social welfare within the meaning of 501(c)(3) of the Internal Revenue Code of 1954 as it now exists or as it may hereafter be amended.

No part of the activities of the Corporation shall consist of the carrying on of propaganda and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office.

ARTICLE III – Membership

Guidelines for membership in the organization are defined in the Corporation's by-laws.

ARTICLE IV – Fiscal Responsibility

The Corporation shall pay no dividends or other pecuniary remuneration, directly or indirectly, to its members as such. No part of the net earnings of the Corporation shall inure to the benefit of members, directors, officers or private persons, except to compensate any person for services rendered and to make payments and distribution in furtherance for the purposes set forth in Article II hereof.

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court 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.

The Corporation shall not have any capital stock.

ARTICLE V – Duration of Corporation

The period of duration of this Corporation shall be perpetual. (new location)

ARTICLE VI – Rights, Privileges and Powers

The Corporation shall have and may exercise all rights, privileges, powers and capacities conferred upon, accorded to or permitted by law to be exercised by nonprofit corporations organized pursuant to Chapter 317A, Minnesota Statutes (known as the Minnesota Nonprofit Corporation Act), and the Board of Directors, officers or any other agents of the Corporation are authorized, when discharging their duties or otherwise engaged in effectuating the purposes of the Corporation, to do any acts or exercise any rights, privileges, powers or capacities permitted by law to be done or exercised by directors, officers or other agents of such nonprofit corporations.

However, notwithstanding any provision of these Articles or of Chapter 317A Minnesota Statutes, or any other law, this Corporation shall not conduct, and none of its directors, officers or other agents, as such, shall conduct any activities not permitted to be conducted by an organization exempt under 501(c)(3) of the United States Internal Revenue Code as it now exists or as it may hereafter be amended.

ARTICLE VII – Personal Liability

The Directors of the Corporation assume no personal liability for obligations of the Corporation.

ARTICLE VIII – Location

The location of the registered office of the Corporation shall be at 4000 28th Avenue South, Minneapolis, MN 55406, in the City of Minneapolis, in the County of Hennepin, State of Minnesota.

President of the Board of SENA at the time of incorporation was Marcy Tollefson, 3920 30th Avenue South, Minneapolis, MN 55406.

ARTICLE IX – Incorporators

The names and addresses of the first Board of Directors whose term of office shall extend until the first annual meeting of the Corporation or until their successors are elected are as follows:

MEMBERS OF THE ORIGINAL BOARD OF DIRECTORS OF SENA:

Officers:

President:

Marcy Tollefson
3920 30th Avenue South
729-6317
871-1454 – work

Vice-President:

Scott Wende
4719 30th Avenue South
729-8723

Secretary:

Doug Lone
3745 28th Avenue South
729-6418

Treasurer:

Bonnie Nelson
4105 30th Avenue South
721-7175
633-1955 – work

Margie Gunderson
3853 28th Avenue South
729-2211
569-6435 – work

Roberta Hovde
4033 20th Avenue South
729-4716
673-4375 – work

Scott Kipp
3841 Longfellow Avenue South
721-8031

John Pignatello
3704 20th Avenue South
724-5721

Ethel Mae Ross
3845 Longfellow Avenue South
729-1103

Will Shetterly
721-6076

Bill Weller
3832 11th Avenue South
884-3211

STATE OF MINNESOTA
DEPARTMENT OF STATE

FILED *las*

JAN 15 2003

Mary Kiffmeyer
Secretary of State