

State of Minnesota

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

I, Mark Ritchie, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date in the Office of the Secretary of State, for the incorporation of the following corporation, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

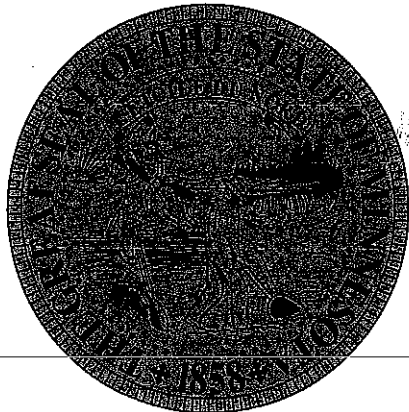
This corporation is now legally organized under the laws of Minnesota.

Corporate Name: Oshki Ogimaag Charter School

Corporate Charter Number: 2983084-2

Chapter Formed Under: 317A

This certificate has been issued on 08/26/2008.



Mark Ritchie
Secretary of State.

**ARTICLES OF INCORPORATION OF
OSHKI OGIMAAG CHARTER SCHOOL**

The undersigned incorporators are individuals 18 years of age or older and adopt the following articles of incorporation to form a nonprofit corporation (Chapter 317A).

ARTICLE I – NAME

The name of this corporation shall be Oshki Ogimaag Charter School.

ARTICLE II – REGISTERED OFFICE ADDRESS

Oshki Ogimaag Charter School is to be located at 72 Upper Road, Grand Portage, Minnesota 55605.

ARTICLE III – PURPOSE

This corporation is organized exclusively for educational purposes 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.

The purpose of this corporation is:

- To provide children in grades K-6 a free, public, education as a charter school;
- Provide an education for children emphasizing academic excellence, Ojibwe language and culture, environmental preservation, technological proficiency, community involvement and hands on learning;
- And to increase educational opportunities for students of the Grand Portage Reservation connecting to the six statutory purposes for charter schools in the state of Minnesota.

ARTICLE IV – EXEMPTION REQUIREMENTS

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 organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that organization 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 organization 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.

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 in or to any property of the corporation.

The number of directors constituting the initial board of directors is eight (8); their names and addresses are as follows:

Anna Deschampe, P.O. Box 247, Grand Portage, Minnesota, 55605
Rosie Novitsky, P.O. Box 324, Grand Portage, Minnesota 55605
Helen Joyce Waswa, P.O. Box 253, Grand Marais, Minnesota 55604
Leland Roger James, P.O. Box 67, Grand Portage, Minnesota 55605
John Morrin, P.O. Box 104, Grand Portage, Minnesota 55605
Roxeann Zielie Sherer, P.O. Box 45, Grand Portage, Minnesota, 55605
Cherie James, 2604 Xenwood Avenue South, St. Louis Park, Minnesota 55416
Robert Swanson, 61 Stevens Road, Grand Portage, Minnesota 55605

Members of the initial board of directors shall serve until the first annual meeting, at which 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 payments of the debts or obligations of this corporation.

ARTICLE VII – DURATION/DISSOLUTION

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

Upon the dissolution of the organization, assets of the corporation shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or 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.

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 August 22 of 2008.

Signature (Anna Deschampe)

Address, City, State, ZIP

Signature (Rosie Novitsky)

Address, City, State, ZIP

Signature (Helen Joyce Waswa)

Address, City, State, ZIP

Signature (Leland Roger James)

Address, City, State, ZIP

Signature (John Morrin)

Address, City, State, ZIP

Signature (Roxeanne Zelig Sherer)

Address, City, State, ZIP

Signature (Cherie James)

Address, City, State, ZIP

Signature (Robert Swanson)

Address, City, State, ZIP
