Office of the Minnesota Secretary of State
Certificate of Incorporation

I, Steve Simon, Secretary of State of Minnesota, do certify that: The following business entity has duly complied with the relevant provisions of Minnesota Statutes listed below, and is formed or authorized to do business in Minnesota on and after this date with all the powers, rights and privileges, and subject to the limitations, duties and restrictions, set forth in that chapter.

The business entity is now legally registered under the laws of Minnesota.

Name:	Marine Area Community School
File Number:	890709800022
Minnesota Statutes, Chapter:	317A
This certificate has been issued on:	06/02/2016

Steve Simon
Secretary of State
State of Minnesota

Exhibit B

Office of the Minnesota Secretary of State

Minnesota Nonprofit Corporation/Articles of Incorporation

Minnesota Statutes, Chapter 317A

The individual(s) listed below who is (are each) 18 years of age or older, hereby adopt(s) the following Articles of Incorporation:

ARTICLE 1 - CORPORATE NAME:

Marine Area Community School

ARTICLE 2 - REGISTERED OFFICE AND AGENT(S), IF ANY AT THAT OFFICE:

Name	Address:
	2333 Jackson Circle Marine on St. Croix MN 55047 USA

ARTICLE 3 - INCORPORATOR(S):

Name:	Address:
Craig A. Kepler	**4200 IDS Center, 80 South Eighth Street Minneapolis MN 55402**

DURATION: **PERPETUAL**

If you submit an attachment, it will be incorporated into this document. If the attachment conflicts with the information specifically set forth in this document, this document supersedes the data referenced in the attachment.

By typing my name, I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

SIGNED BY: **Craig A. Kepler**

MAILING ADDRESS: **None Provided**

EMAIL FOR OFFICIAL NOTICES: **None Provided**

ARTICLES OF INCORPORATION OF MARINE AREA COMMUNITY SCHOOL

These Articles of Incorporation are signed and acknowledged by the undersigned for the purpose of forming a nonprofit corporation under the Minnesota Nonprofit Corporations Act, Minnesota Statute, Chapter 317A.

ARTICLE I. - NAME

The name of this corporation is Marine Area Community School.

ARTICLE II. - REGISTERED OFFICE ADDRESS

The place in Minnesota where the principal office of the corporation is located is: 2333 Jackson Circle, Marine on St. Croix, Minnesota 55047.

The registered office of this corporation, at which the general business of this corporation shall be transacted and where the records of this corporation shall be kept, shall be at such place in the State of Minnesota as shall be fixed from time to time by duly adopted resolutions of the Board of Directors.

ARTICLE III. - PURPOSE

This corporation is organized exclusively for charitable, religious, educational, and scientific 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.

Without limiting the foregoing, the purpose of this corporation is to operate as a public charter school under the laws of 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.

ARTICLE V. - MEMBERSHIP/BOARD OF DIRECTORS

This corporation shall not have members with voting rights.

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 five (5).

Members of the initial board of directors shall serve until removed, or until their successors have been duly elected and qualified, 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.

ARTICLE VII. – EFFECT; DURATION/DISSOLUTION

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

At the time of dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, dispose of the remaining assets of the corporation; provided, however, that in no case shall a liquidation, transfer or disposition be made which would not qualify as a charitable contribution under Section 170(c)(1) or (2) of the Code, and all assets shall be turned over and transferred to one or more organizations qualified as exempt pursuant to 501(c)(3) of the Internal Revenue Code, or to the State of Minnesota or any political subdivision thereof for exclusively public purposes.

ARTICLE VIII.

The incorporator of the corporation is Craig Kepler whose address is 4200 IDS Center 80 South Eighth Street, Minneapolis, Minnesota, 55402.

IN WITNESS WHEREOF, I have hereunto set my hand this 2nd day of June, 2016.

/s/ Craig A.Kepler
Craig A. Kepler, Incorporator

Work Item 890709800022
Original File Number 890709800022

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
06/02/2016 11:59 PM

Steve Simon
Secretary of State