

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: Tripoli Minnesota, Inc

File Number: 1377278300020

Minnesota Statutes, Chapter: 317A

This certificate has been issued on: 02/28/2023



A handwritten signature in black ink that reads "Steve Simon". The signature is written in a cursive, flowing style.

Steve Simon
Secretary of State
State of Minnesota

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:

Tripoli Minnesota, Inc

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

Name

Address:

David Fliger

13904 Nevada Avenue Savage MN 55378 USA

ARTICLE 3 - INCORPORATOR(S):

Name:

Address:

Carsten Franke

1152 Lafond Ave St Paul MN 55104

David Fliger

13904 Nevada Avenue Savage MN 55378

Gary Stroick

3600 France Ave S St Louis Park MN 55416

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: Gary Stroick

MAILING ADDRESS: None Provided

EMAIL FOR OFFICIAL NOTICES: president@tripolimn.org

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



Work Item 1377278300020
Original File Number 1377278300020

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
02/28/2023 11:59 PM

Steve Simon

Steve Simon
Secretary of State