

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.

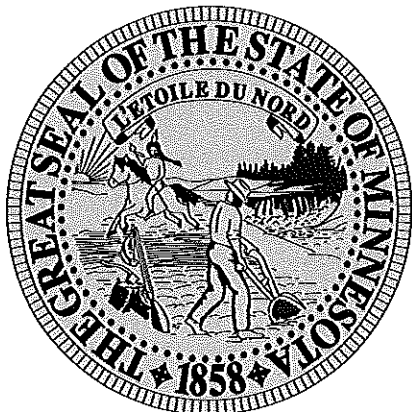
This corporation is now legally organized under the laws of Minnesota.

Corporate Name: Minnesota Chapter of the National Association of Residential Property Managers

Corporate Charter Number: 4077460-4

Chapter Formed Under: 317A

This certificate has been issued on 12/02/2010.



Mark Ritchie
Secretary of State.

NP OR



4077460004

ARTICLES OF INCORPORATION

OF

Minnesota Chapter of the National Association of Residential Property Managers

Filed under MS 317a.

FIRST. In accordance to the Minn. Statute 317A, the name of the corporation is Minnesota Chapter of the National Association of Residential Property Managers

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M ✓

SECOND. The physical business address of the corporation is 1800 Wooddale Drive #100, Woodbury, MN 55125.

✓

THIRD. The registered agent of the corporation is Lynn Sedlack. The registered office address shall be 1800 Wooddale Drive #100, Woodbury, MN 55125, County of Washington.

✓

FOURTH. This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(6) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(6) of the Internal Revenue Code.

This corporation is a nonprofit MUTUAL BENEFIT CORPORATION organized under the Nonprofit Mutual Benefit Corporation Law. The purpose of this corporation is to engage in any lawful act or activity, other than credit union business, for which a corporation may be organized under such law.

The Corporation is organized and shall be operated on a not-for-profit basis and exclusively as a business league within the meaning of Section 501 (c) (6) of the Internal Revenue Code (or the corresponding provisions of any future United States federal tax law). The specific purposes of this corporation are to establish a permanent trade association in the residential property management industry in the State on Minnesota.

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(6) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction 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

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these articles.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(6) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(6) of the Internal Revenue Code, or corresponding section of any future federal tax code. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction 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. This organization is neither organized for profit nor organized to engage in an activity ordinarily carried on for profit, and no part of the net earnings of this organization will benefit any private shareholder or individual

All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.

FIFTH. The incorporator of the corporation is Karla Figueroa, 101 N. Brand Blvd., 10th Floor, Glendale, CA 91203.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the date below.

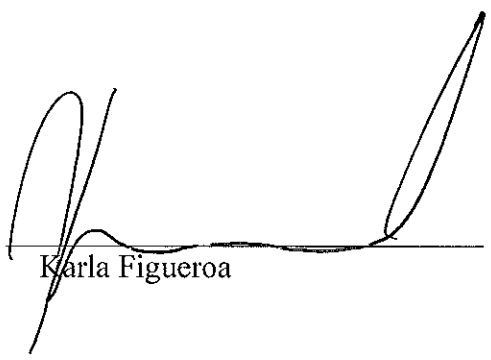
Date: November 29, 2010

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

DEC 02 2010

Mark Ritchie
Secretary of State *M*

By:


Karla Figueroa

ADDITIONAL ACTIONS AND CONTACTS AFTER FILING WITH THE OFFICE OF THE SECRETARY OF STATE

There may be additional steps needed once your registration has been filed with our office. Please read the information provided below. If you have any questions, please contact our office at 651-296-2803 or 1-877-551-6767. Email: business.services@state.mn.us Website: www.sos.state.mn.us

Assumed Name: If you filed a Certificate of Assumed Name or an amendment to the certificate, it must be published for two consecutive issues in the legal notices section of a qualified legal newspaper in the county where the principal place of business is located. Contact a legal newspaper in the county where the principal place of business is located for further instruction on publication. After publication, the newspaper will provide an affidavit of publication which should be retained in your business records. Failure to publish may render the Certificate of Assumed Name or the amendment invalid. A Certificate of Assumed Name is valid for 10 years after the date of filing with our office. A renewal form may be filed within 6 months prior to expiration extending it for an additional 10 years.

Corp, LLC, LLP or LP: If you filed a Minnesota or Foreign Business or Non-Profit Corporation, Limited Liability Company, Limited Liability Partnership or Limited Partnership an **annual renewal** is required to be filed once every calendar year, beginning in the calendar year following the original filing with the Secretary of State. Failure to file will result in statutory dissolution. A business entity that has been statutorily dissolved may retroactively reinstate its existence by filing the current year's renewal and paying a fee, as long as the name is still available.

Reservation of Name: If you filed a Name Reservation, it is valid for twelve months from the date of filing and may be renewed for an additional twelve months prior to expiration. The renewal is the responsibility of the Name holder to file.

Trademark: If you filed a Trademark registration, it is valid for 10 years. A renewal form may be filed within 6 months prior to the expiration extending it for an additional 10 years.

TAX ID NUMBERS & LICENSING

DEPARTMENT OF REVENUE
General Info: 651-296-6181
State Tax ID: 651-282-5225
or 1-800-657-3605
Website: www.taxes.state.mn.us

DEPARTMENT OF EMPLOYMENT &
ECONOMIC DEVELOPMENT
MN Unemployment Insurance Program &
UI Employer Account Info: 651-296-6141
Website : www.uimn.org

INTERNAL REVENUE SERVICE
Federal Tax ID: 1-800-829-4933
Federal Tax Exempt: 1-877-829-5500
SS4 Form: 1-800-829-3676
Website: www.IRS.gov

DEPT. OF LABOR & INDUSTRY
Worker's Comp &
General Info: 651-284-5000
Contractor License: 651-284-5034
Website: www.doli.state.mn.us

DEPT. OF COMMERCE
Licensing of Banks, Credit Unions, Insurance,
Real Estate, Securities, etc: 651-296-4026
Website: www.commerce.state.mn.us