



Work Item 1219723600031
Original File Number 1219723600031

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
03/02/2021 11:59 PM

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

Steve Simon
Secretary of State

ARTICLES OF INCORPORATION OF GETHSEMANE COMMUNITY GARDEN

The undersigned incorporator is an individual 18 years of age or older and adopts the following articles of incorporation to form a nonprofit corporation pursuant to Minnesota Statutes, Chapter 317A.

ARTICLE I - NAME

The name of this corporation shall be **Gethsemane Community Garden**.

ARTICLE II- REGISTERED OFFICE ADDRESS

The place in Minnesota where the principal office of the corporation is to be located is:
2680 Lake Court Drive, Mounds View, MN 55112. The Registered Agent at this address is Kristine Granias.

ARTICLE III - PURPOSE

This corporation is organized exclusively for charitable, scientific and 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 promote food justice in an urban community through operation of a community garden that shares fresh produce and other resources with people in need, encourages sustainable gardening practices and education, provides a place of beauty and of sustenance for pollinators in a downtown urban environment and engages the community in our efforts through collaborations and partnerships.

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 distributed to its members, trustees, officers, or other private persons, except that the 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 political office.
3. Notwithstanding any other provision 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 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 not have members.

The management of the affairs of the organization 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 this corporation. The number of directors constituting the initial board of directors is 8; their names and addresses are as follows:

Margaret A. Brickson, 2231 Benjamin St NE, Minneapolis, MN 55418

Krissy Fair, 500 E. Grant St., Unit 2708, Minneapolis, MN 55404

Kristine Granias, 2680 Lake Court Drive, Mounds View, MN 55112

Cheryl Grasmoe, 1240 South 2nd Street, Unit 233, Minneapolis, MN 55415

Greg Kaster, 500 E. Grant St., Unit 1602, Minneapolis, MN 55404

Nicole Pettit, 319 Wyoming Street, West St. Paul, MN 55107

Myron Thornberry, 1369 Spruce Place, Apt. 1804, Minneapolis, MN 55403

Kate Wittenstein, 500 E. Grant St., Unit 1602, Minneapolis, MN 55404

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.

Any action required or permitted to be taken at a meeting of the board of directors may be taken by electronic ballot or by written action signed by the number of board members that would be required to take the same action at a meeting of the board at which all board members were present.

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 – 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 - INCORPORATOR

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.

In witness whereof, the undersigned has hereunto subscribed her name for the purpose of forming the corporation under the laws of the State of Minnesota and certifies that she executed these Articles of Incorporation on this 14th day of February, 2021.

Incorporator Name: Cheryl Grasmoe

Incorporator Address, City, State, ZIP: 1240 South 2nd Street, Unit 233, Minneapolis, MN 55415

Incorporator Signature:



Email Address for Official Notices Enter an email address to which the Secretary of State can forward official notices required by law and other notices: gethsemanecommunitygarden@gmail.com

List a name and daytime phone number of a person who can be contacted about this form:
Cheryl Grasmoe 651-303-1571

Adopted 2/13/2021