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MINNESOTA SECRETARY OF STATE

AMENDMENT OF ARTICLES OF INCORPORATION

READ INSTRUCTIONS LISTED BELOW, BEFORE COMPLETING THIS FORM.

- 1. Type or print in black ink.
- 2. There is a \$35.00 fee payable to the Secretary of State for filing this "Amendment of Articles of Incorporation".
- 3. Return Completed Amendment Form and Fee to the address listed on the bottom of the form.

CORPORATE NAME: (List the name of the company prior to any desired name change)

Community Loan Technologies

This amendment is effective on the day it is filed with the Secretary of State, unless you indicate another date, no later than 30 days after filing with the Secretary of State.

11/08/2004

Format (mm/dd/yyyy)

The following amendment(s) to articles regulating the above corporation were adopted: (Insert full text of newly amended article(s) indicating which article(s) is (are) being amended or added.) If the full text of the amendment will not fit in the space provided, attach additional numbered pages. (Total number of pages including this form 1)

ARTICLE 1

The name of this corporation shall be:
Nonprofits Assistance Fund

Handwritten initials

This amendment has been approved pursuant to Minnesota Statutes chapter 302A or 317A. I certify that I am authorized to execute this amendment and I further certify that I understand that by signing this amendment, I am subject to the penalties of perjury as set forth in section 609.48 as if I had signed this amendment under oath.

Handwritten signature of Kate Barr

(Signature of Authorized Person)

Name and telephone number of contact person: Kate Barr

612 278-7180

Please print legibly

If you have any questions please contact the Secretary of State's office at (651)296-2803.

RETURN TO: Secretary of State, Business Services Division
180 State Office Bldg., 100 Rev. Dr. Martin Luther King Jr. Blvd
St. Paul, MN 55155-1299. (651)296-2803

Make Check Payable to the "Secretary of State". Your cancelled Check is your receipt.

All of the information on this form is public and required in order to process this filing. Failure to provide information will prevent the Office from approving or further processing this filing.

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

NOV 17 2004

Handwritten signature of Mary Hoffmeyer
Secretary of State

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COPY

ARTICLES OF INCORPORATION
OF
COMMUNITY LOAN TECHNOLOGIES

I, the undersigned, of full age, for the purpose of forming a corporation under the provisions of Minnesota Statutes, Chapter 317A, do hereby form a body corporate and adopt the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be:
Community Loan Technologies

ARTICLE II

This corporation is organized and shall be operated exclusively for charitable purposes, and in connection therewith exclusively for the benefit of, to support the functions of, and to assist in carrying out the purposes of The Minneapolis Foundation, a Minnesota nonprofit corporation. In furtherance of its purposes, this corporation may engage in, advance, promote, support and administer charitable activities and projects of every kind and nature whatsoever in its own behalf or as the agent, trustee or representative of others. All the powers of this corporation shall be exercised only so that this corporation's operations shall be exclusively within the contemplation of Section 501(c)(3) of the Internal Revenue Code. All references in these Articles of Incorporation to sections of the Internal Revenue Code are to the Internal Revenue Code of 1986 and include any provisions thereof adopted by future amendments thereto and any cognate provisions in future Internal Revenue Codes to the extent such provisions are applicable to this corporation.

ARTICLE III

— This corporation shall not afford pecuniary gain, incidentally or otherwise, to its members, if any. No part of the net income or net earnings of this corporation shall inure to the benefit of any member, private shareholder or individual. Except as permitted by Minnesota Statutes, Section 317A.501, this corporation shall not lend any of its assets to or guarantee the obligation of any officer, director, or employee of this corporation, or a member of the family of such a person. Nothing herein shall be construed to prohibit the payment of reasonable compensation to any person for services actually rendered by such person to this corporation.

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ARTICLE IV

No substantial part of the activities of this corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation. This corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE V

The period of duration of this corporation's existence shall be perpetual.

ARTICLE VI

The registered office of this corporation shall be located at A200 Foshay Tower, 821 Marquette Avenue, Minneapolis, MN 55402.

ARTICLE VII

This corporation shall not have members with voting rights. The Board of Directors may establish one or more classes of non-voting members upon such conditions and terms as it from time to time deems appropriate.

ARTICLE VIII

The management and direction of the business of this corporation shall be vested in a Board of Directors. The members of the Board of Directors shall be those persons who are from time to time duly elected by the Board of Trustees of The Minneapolis Foundation. The number, term of office, powers, authority and duties of members of the Board of Directors, the time and place of their meetings, and such other regulations with respect to them as are not inconsistent with the express provisions of these Articles of Incorporation shall be as specified from time to time in the Bylaws of this corporation. Any action required or permitted to be taken at a meeting of the Board of Directors may be taken by written action signed by the number of directors that would be required to take the same action at a meeting of the Board of Directors at which all directors were present. All directors shall be notified immediately of the text and effective date of any such written action that is duly taken.

ARTICLE IX

The first Board of Directors shall have seven members, each of whom shall serve until the annual meeting of the Board of Directors in the year set forth below opposite his or her name and until his or her successor has been appointed and has qualified. The name of each such director and the year in which his or her term of office shall expire are as follows:

<u>Name</u>	<u>Term Expires</u>
Charles Denny, Jr.	1999
Conley Brooks, Jr.	1999
James Ryan	2000
Susan Weinberg	2000
Linda White	2001
Karl N. Stauber	2001
E. Peter Gillette	2001

ARTICLE X

This corporation shall have no capital stock.

ARTICLE XI

The directors and officers of this corporation shall not be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the directors or officers be subject to the payment of the debts or obligations of this corporation to any extent whatsoever.

ARTICLE XII

These Articles of Incorporation may be amended from time to time in the manner provided by law; provided, however, that no such amendment shall be effective unless it has been approved by the Executive Committee or the Board of Trustees of The Minneapolis Foundation.

ARTICLE XIII

This corporation may be dissolved in accordance with the laws of the State of Minnesota. In the event of the dissolution of this corporation any surplus property remaining after the payment of its debts shall be disposed of by transfer to The Minneapolis Foundation or its successor, to be held and used exclusively for charitable or educational purposes; provided, however, that if The Minneapolis Foundation or such successor organization is not then in existence or is not an organization described in Section 501(c)(3) of the Internal Revenue Code, then said surplus property shall be disposed of by transfer to one or more corporations, associations, institutions, trusts, or foundations organized and operated for one or more of the purposes of this corporation, and described in Section 501(c)(3) of the Internal Revenue Code of 1986, or to the State of Minnesota or any political subdivision or agency thereof for exclusively public purposes, in such proportions as the Board of Directors of this corporation shall determine. Notwithstanding any provision herein to the contrary, nothing herein shall be construed to affect the disposition of property and assets held by this corporation upon trust or other condition, or subject to any executory or special limitation, and such property, upon dissolution of this corporation, shall be transferred in accordance with the trust, condition or limitation imposed with respect to it.

ARTICLE XIV

The name and address of the incorporator are:

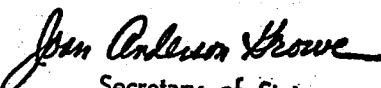
J. Hazen Graves
2200 Norwest Center
90 South 7th Street
Minneapolis, MN 55402

IN WITNESS WHEREOF, I have hereunto set my hand this 25th day of June,
1998.



STATE OF MINNESOTA
FILED-DUPLICATE COPY

JUL 06 1998


Secretary of State