

NP-OR



Exhibit B

**ARTICLES OF INCORPORATION  
OF  
THE DAVINCI ACADEMY OF ARTS AND SCIENCE**

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

**ARTICLE I  
NAME**

The name of the corporations is The DaVinci Academy of Arts and Science

**ARTICLE II  
REGISTERED OFFICE**

The address of the Corporation's registered office is 8016 Jefferson St NE,  
Spring Lake Park, MN 55432

**ARTICLE III  
PURPOSES**

The purposes for which the Corporation is organized are: 1) to be operated in accordance with Minnesota law, including the provisions of Minnesota Statute § 124D.10, to promote; support, advance and represent the interests of a fully accountable, financially, legally and educationally autonomous public charter school; 2) to receive and disburse funds or other property incident to or necessary for the accomplishment of its purposes and do any and all acts incidental to the transaction of its business or expedient for the attainment of the purposes stated herein; 3) to carry out such purposes within the meaning of Section 501©(3) of the Internal Revenue Code of 1986, as now or hereafter in effect (the "Code"), and which is other than a private foundation by reason of being described in Section 509(a)(1),(2) or (3) of the Code.



**ARTICLE IV**  
**NO PECUNIARY GAIN; INUREMENT**

No part of the earnings may inure to the benefit of or be distributed to the Corporation's members, directors or officers. No financial gain shall ever accrue to a member, officer or director of the Corporation, nor to any person or organization in the conduct of the business of the Corporation, except that reasonable compensation may be paid for services actually rendered to or for the Corporation in carrying out its charitable purposes as permitted for federal law. Any receipts of the corporation and shall be applied by the directors to the expenses incurred by the Corporation in carrying out the purposes set for the herein.

**ARTICLE V**  
**POLITICAL ACTIVITY**

No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation. The 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 VI**  
**MEMBERS**

The Corporation shall not have capital stock. The membership of the Corporation shall consist of one or more classes. The Board of Directors shall have the authority to establish one or more classes of membership and shall fix the voting power, rights and preferences of each class in the Bylaws of the Corporation.

**ARTICLE VII**  
**DISSOLUTION**

Upon 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 all asset 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©(1) or (2) of the Code, and all asset shall be turned over and transferred to one or more organizations qualified as exempt pursuant to Section 501©(3) of the Code or to the State of Minnesota or any political subdivision thereof for exclusively public purposes.

**ARTICLE VIII**  
**PERSOANL LIABILITY**

Neither the members, nor the incorporator, directors, officers, employees, representatives or agents of the Corporation, past or present, shall be personally liable for



the payment of any debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the members or of any of the incorporator, directors, officers, employees, representatives or agents be subject to the payment of the debts or obligations of the Corporation to any extent.

**ARTICLE IX**  
**FIRST BOARD OF DIRECTORS**

The names and addresses of the first Board of Directors of the Corporation are as follows:

**NAMES AND ADDRESSES:**

Kathleen E. Reinartz, 8016 Jefferson St NE, Spring Lake Park, MN 55432

Ruth Vercheck

Ashley Jensen, 3247 119<sup>th</sup> Ave NE, Blaine, MN 55449

Eric Engstrom, 4725 Laura LN, Shoreview, MN 55126

Jon Burkhow, 7800 Tyler St NE, Spring Lake Park, MN 55432

Betsy Weingartner, 12165 Cottonwood St NW, Coon Rapids, MN 55448

And such person shall serve as directors of the Corporation until such time as it is necessary for the Board to conform to the prerequisites of Minn. Stat. 124D.10.

**ARTICLE X**  
**INCORPORATOR**

The name and address of the incorporator is: Kathleen E. Reinartz, 8016 Jefferson St. NE, Spring Lake Park, MN 55432. ✓

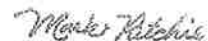
IN WITNESS ~~WHEREOF~~, I have hereunto set my hand this 24, day of July, 2007.

  
\_\_\_\_\_  
Incorporator

STATE OF MINNESOTA  
DEPARTMENT OF STATE

FILED

JUL 24 2007

  
Secretary of State

