

State of Minnesota

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

I, Mary Kiffmeyer, 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.

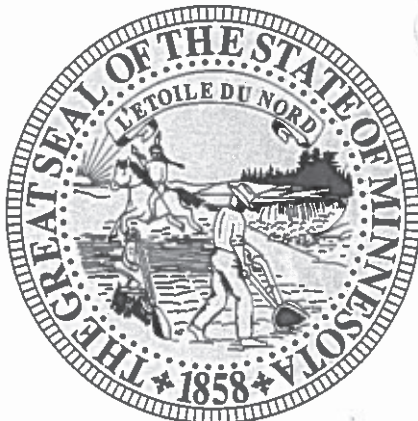
This corporation is now legally organized under the laws of Minnesota.

Corporate Name: Northern Lights Building Company

Corporate Charter Number: 1380779-2

Chapter Formed Under: 317A

This certificate has been issued on 05/31/2005.



Gold Seal at
NCB

Mary Kiffmeyer
Secretary of State.

NP-OR



**ARTICLES OF INCORPORATION
OF
NORTHERN LIGHTS BUILDING COMPANY**

The undersigned incorporator, being a natural person of full age, in order to form a corporation under Minnesota Statutes, Chapter 317A, hereby adopts the following Articles of Incorporation:

ARTICLE I.

The name of the corporation is Northern Lights Building Company.

ARTICLE II.

The purpose of this corporation shall be to hold and manage real estate and lease the real estate to a State of Minnesota Charter School.

ARTICLE III.

This corporation shall not afford pecuniary gain, incidentally or otherwise, to its members and there shall be no personal liability of members for corporate obligations.

ARTICLE IV.

The period of duration of corporate existence of this corporation shall be perpetual.

ARTICLE V.

This corporation shall have no corporate stock.

ARTICLE VI.

The location of the registered office of this corporation shall be 1108 2nd Avenue NW, Grand Rapids, MN 55744.

ARTICLE VII.

The name and address of the incorporator of this corporation is Jerry S. Ophoven at 520 Northeast 1st Avenue, Grand Rapids, MN 55744.

ARTICLE VIII.

The name and address of each such first director are:

Michael Goldberg, 35786 North Star Lane, Grand Rapids, MN 55744
Karen Fleming, 325 NW 2nd Street, Cohasset, MN 55721
Mary Glasnapp, 1924 NW 20th Street, Grand Rapids, MN 55744
Rene Lauer, 34625 - 8 Mile Road, Grand Rapids, MN 55744
Dave Hagman, 1108 2nd Avenue NW, Grand Rapids, MN 55744
Liz Sainio, 316 NE 9th Street, Grand Rapids, MN 55744
Mary Jo Wimmer, 26152 County Road 439, Grand Rapids, MN 55744

ARTICLE IX.

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, 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 purposes set forth in Article II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501 (c) (3) or Section 501 (c) (6) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law) or

(b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Revenue Law).

ARTICLE X.

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation, in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law) as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the District Court of the County in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI.

These Articles of Incorporation shall be amended as follows: The Board of Directors shall propose the amendment by resolution setting forth the proposed amendment and directing that it be submitted for adoption at a meeting of the members. Notice of the meeting of the members stating the purposes shall be mailed to the members at least seven days prior to the meeting, and two-thirds (2/3rds) majority vote shall be required for the adoption of the amendment.

IN TESTIMONY WHEREOF, I have hereunto set my hand this 31st day of May, 2005.

/s/
Jerry S. Ophoven

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STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

MAY 31 2005

George H. ...
Secretary of State