

COMMONBOND COMMUNITIES

Articles of Amendment of Articles of Incorporation

The undersigned, being the President of CommonBond Communities, a Minnesota nonprofit corporation subject to the provisions of Minnesota Statutes, Chapter 317A, does hereby certify that the Amended and Restated Articles of Incorporation of CommonBond Communities attached hereto were duly adopted under and in accordance with the provisions of Minnesota Statutes, Chapter 317A, and the Articles of Incorporation and Bylaws of CommonBond Communities, and shall supersede and replace the existing Articles of Incorporation of this corporation.

Dated: 10-25-10

By Paul Jute  
Its President

**AMENDED AND RESTATED ARTICLES OF INCORPORATION  
COMMONBOND COMMUNITIES**

**ARTICLE I  
NAME**

The name of this Corporation shall be CommonBond Communities.

**ARTICLE II  
REGISTERED OFFICE**

The registered office of this Corporation shall be 328 Kellogg Boulevard West, St. Paul, Minnesota 55102-1900.

**ARTICLE III  
DURATION**

The duration of this Corporation shall be perpetual.

**ARTICLE IV  
PURPOSES AND POWERS**

The purpose of this Corporation shall be to provide housing and related community facilities primarily for persons and families of low and moderate income, as well as others, including persons displaced as a result of governmental or other action; and to encourage and stimulate broad-based citizen participation in the economic and social development of neighborhoods and communities.

This Corporation shall have all the powers conferred by the laws of the State of Minnesota, including the power to execute Regulatory Agreements with the Secretary of Housing and Urban Development acting by and through the Federal Housing Commission and such other instruments and undertakings as may be necessary to enable this Corporation to secure the benefits of financing with the assistance of mortgage insurance under the provisions of the National Housing Act, local and state legislation, and agreements with commercial financial institutions. Such Regulatory Agreements and instruments and undertakings shall remain binding upon this Corporation, its successors and assigns, for the full term of such agreements.

Notwithstanding any other provisions of these Articles of Incorporation, all the work of this Corporation shall be carried on and all funds of this Corporation, whether income or principal, and whether acquired by gift or by contribution, or otherwise, shall be used and applied exclusively for charitable, scientific, or educational purposes, and this Corporation shall not engage, other than as an insubstantial part of its total activities, in activities that are in themselves not in furtherance of one or more of the exempt provisions specified in Section 501(c)(3) of the Internal Revenue Code of 1986, as that section may from time to time hereafter be amended.

**ARTICLE V**  
**NO PECUNIARY GAIN**

This Corporation shall not afford pecuniary gain, incidentally or otherwise, to its members, if any. No part of the net earnings of this Corporation shall inure to the benefit of any member, private shareholder, or individual, except that reasonable compensation may be paid for services rendered to or for this Corporation affecting one or more of its purposes.

**ARTICLE VI**  
**NO POLITICAL ACTIVITY**

No substantial part of the activities of this Corporation shall consist of carrying on propoganda 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 VII**  
**NO MEMBERS**

This Corporation shall not have members with voting rights.

**ARTICLE VIII**  
**DIRECTORS**

The management and direction of the business of this corporation shall be vested in a Board of Directors. 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**  
**NO PERSONAL LIABILITY**

No member, officer, or director of this Corporation shall have any personal liability for corporate obligations.

**ARTICLE X**  
**NO CAPITAL STOCK**

This Corporation shall have no capital stock.

**ARTICLE XI**  
**AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. The Bylaws of this Corporation may be amended in the manner described in the Bylaws.

**ARTICLE XII**  
**INDEMNIFICATION**

This Corporation shall indemnify its directors, officers and committee members against such expenses and liabilities, in such manner, under such circumstances, and to such extent, as required or permitted by Minnesota Statutes, Section 317A.521, subd. 2, as amended from time to time, or as required by other provisions of law; provided, however, that this Corporation shall not indemnify any person with respect to any claim, issue or matter as to which that person is adjudged to be liable to this Corporation or for any claim brought against this Corporation. This Corporation shall have no obligation to provide indemnification to persons other than its directors, officers and committee members, but nothing in this Article XII shall preclude the Board of Directors from agreeing to provide indemnification to other persons.

This Corporation shall advance expenses for its directors, officers and committee members in such manner, under such circumstances, and to such extent, as required or permitted by Minnesota Statutes, Section 317A.521, subd. 3, as amended from time to time; provided, however, that this Corporation shall not advance expenses incurred in defense of a claim brought by or in the right of this corporation or expenses incurred in pursuing a claim against this Corporation. The provisions of this Article XII are not intended to limit the ability of a person to receive advances as an insured under an insurance policy maintained by this Corporation. This Corporation shall have no obligation to advance expenses to persons other than its directors, officers and committee members, but nothing in this Article XII shall preclude the Board of Directors from agreeing to advance expenses to other persons.

This Corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, committee member, or employee against any liability asserted against and incurred by that person in or arising from such capacity, whether or not this Corporation would otherwise be required to indemnify the person against the liability.

**ARTICLE XIII**  
**DISSOLUTION**

Upon the dissolution of this Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of this Corporation, dispose of all of the net assets of this Corporation exclusively for the purposes of this Corporation by transfer to one or more organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes, and described in Section 501(c)(3) of the Internal Revenue Code of 1986,

in such proportions as the Board of Directors shall determine. Any such assets not so disposed shall be disposed of by the district court of the county in which the principal office of this 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.

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STATE OF MINNESOTA  
DEPARTMENT OF STATE  
FILED

OCT 26 2010

*Mark Ritchie*  
Secretary of State







State of Wisconsin  
Department of Financial Institutions

**ARTICLES OF ORGANIZATION - LIMITED LIABILITY COMPANY**

Executed by the undersigned for the purpose of forming a Wisconsin Limited Liability Company under Chapter 183 of the Wisconsin Statutes:

- Article 1.       **Name of the limited liability company:**  
CB La Crosse Family Managing Member LLC
- Article 2.       **The limited liability company is organized under Ch. 183 of the Wisconsin Statutes.**
- Article 3.       **Name of the initial registered agent:**  
Cecile Bedor
- Article 4.       **Street address of the initial registered office:**  
222 South 3rd Street  
Milwaukee, WI 53703  
United States of America
- Article 5.       **Management of the limited liability company shall be vested in:**  
A manager or managers
- Article 6.       **Name and complete address of each organizer:**  
Joseph D. Shumow  
22 East Mifflin Street  
Suite 700  
Madison, WI 53703  
United States of America
- Other Information.   **This document was drafted by:**  
Michelle L. Celey

**Organizer Signature:**

Joseph D. Shumow

**Date & Time of Receipt:**

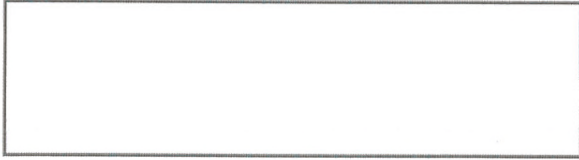
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**Order Number:**

201810235157690



**ARTICLES OF ORGANIZATION - Limited Liability Company(Ch. 183)**



Filing Fee: \$130.00  
Total Fee: \$130.00

ENDORSEMENT

**State of Wisconsin  
Department of Financial Institutions**

EFFECTIVE DATE	
10/23/2018	

<b>FILED</b> 10/23/2018	Entity ID Number C102716
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State of Wisconsin  
Department of Financial Institutions

**ARTICLES OF ORGANIZATION - LIMITED LIABILITY COMPANY**

Executed by the undersigned for the purpose of forming a Wisconsin Limited Liability Company under Chapter 183 of the Wisconsin Statutes:

- Article 1. **Name of the limited liability company:**  
CB La Crosse Family LLC
- Article 2. **The limited liability company is organized under Ch. 183 of the Wisconsin Statutes.**
- Article 3. **Name of the initial registered agent:**  
Cecile Bedor
- Article 4. **Street address of the initial registered office:**  
222 South 3rd Street  
Milwaukee, WI 53204  
United States of America
- Article 5. **Management of the limited liability company shall be vested in:**  
A member or members
- Article 6. **Name and complete address of each organizer:**  
Joseph D. Shumow  
22 East Mifflin Street  
Suite 700  
Madison, WI 53703  
United States of America
- Other Information. **This document was drafted by:**  
Michelle L. Celey

**Organizer Signature:**

Joseph D. Shumow

**Date & Time of Receipt:**

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**Order Number:**

201810235157686

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MEMORANDUM FOR THE SECRETARY OF DEFENSE

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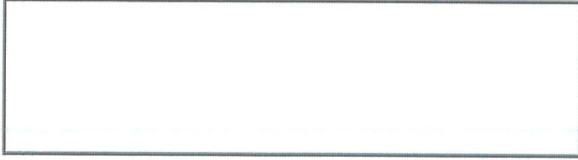
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**ARTICLES OF ORGANIZATION - Limited Liability Company(Ch. 183)**



Filing Fee: \$130.00  
Total Fee: \$130.00

ENDORSEMENT

**State of Wisconsin  
Department of Financial Institutions**

EFFECTIVE DATE	
10/23/2018	

<b>FILED</b> 10/23/2018	Entity ID Number C102715
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