



**ARTICLES OF INCORPORATION
OF MINNESOTA ASSOCIATION OF LAW LIBRARIES**

Last Amended: September 19, 2000

The undersigned incorporator, who is a natural person 18 years of age or older, for purposes of forming a nonprofit corporation under Chapter 317A of the Minnesota Statutes, as now enacted or hereafter amended, supplemented or substituted (the "Minnesota Nonprofit Corporation Act"), does hereby sign and acknowledge the following Articles of Incorporation:

ARTICLE

Corporate Name

The name of the corporation shall be Minnesota Association of Law Libraries (the "Corporation").

ARTICLE

Registered Office

The registered office of the Corporation shall be at the Minnesota State Law Library, 25 Constitution Avenue, St. Paul, Minnesota 55155.

ARTICLE

Incorporator

The name and mailing address of the incorporator of the Corporation is as follows:

Name

Brad C. Olson

Address

45 South Seventh Street
Suite 3400
Minneapolis, MN 55402

ARTICLE

Corporate Governance

The Corporation is organized under the Minnesota Nonprofit Corporation Act.

ARTICLE

Purpose

This Corporation may engage in any lawful act or activity for which a corporation may be organized under the Minnesota Nonprofit Corporation Act, provided that the Corporation shall be organized and operated exclusively as a business league within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986, as amended, supplemented or substituted (the "Code"), or the corresponding provision(s) of any subsequent U.S. Federal income tax law, including to facilitate the administration of and access to justice through the dissemination of legal information and through education of its members and the public.

Notwithstanding any other provision in these Articles of Incorporation, the Corporation shall not have the power to carry on any activities which will cause it to fail to qualify, or not to continue to qualify as an organization exempt from federal income tax under Section 501(c)(6) of the Code or exempt from state income tax under Section 290.05 of the Minnesota Statutes, as amended, supplemented or substituted.

ARTICLE

Powers

This Corporation shall have power and authority:

1. To do everything necessary or proper for accomplishing any of the purposes or attaining any one or more of the objectives set out in these Articles of Incorporation, either directly or indirectly, and to do that which at any time may appear to be conducive to, or convenient or expedient for, the protection or benefit of this Corporation.

2. To exercise any and all of the powers and authorities granted to, or permitted to be exercised by, nonprofit corporations under the provisions of the Minnesota Nonprofit Corporation Act.

ARTICLE
Membership

The conditions, terms and qualifications for membership in the Corporation shall be set forth in the Bylaws of the Corporation. The Corporation shall not afford pecuniary gain, incidental or otherwise, to its members. The members shall not have any personal liability for any acts, debts, liabilities or obligations of the Corporation.

ARTICLE
Executive Board

The number, qualifications, terms of office, method of election, powers, authority and duties of the members of the Executive Board of the Corporation, the time and place of their meetings and such other provision with respect to them as are not inconsistent with the express provisions of these Articles of Incorporation shall be as specified in the Bylaws of the Corporation.

The business and affairs of this Corporation shall be under the management and control of the Executive Board, which shall have and exercise all of the power that may be exercised by this Corporation pursuant to these Articles of Incorporation, the Bylaws and applicable laws.

The first Executive Board shall consist of the following persons, who shall serve until their successor or successors are duly elected and qualified or until he or she is duly removed, as provided by law or in the Bylaws of the Corporation.

An action required or permitted to be taken at a meeting of the Executive Board may be taken by written action signed by the number of members of the Executive Board that would be required to take the same action at a meeting of the Executive Board at which all members of such were present; provided, however, that any Executive Board written action requiring member approval must in all instances be signed by all members of the Executive Board.

ARTICLE
Duration

The duration of existence of this Corporation shall be perpetual.

ARTICLE
Dissolution

The Corporation may be dissolved in accordance with the laws of the State of Minnesota. Upon dissolution of this Corporation, all of the assets and property of the Corporation shall, after payment of its just debts and obligations, be distributed pursuant to the Minnesota Nonprofit Corporation Act.

ARTICLE

The Bylaws of the Corporation may be amended by a two-thirds (2/3) vote of the members with voting rights present and entitled to vote at any duly held regular meeting of the Corporation, or at a duly held special meeting called specifically for that purpose, provided that the amendment has been published at least thirty (30) days before the meeting either by direct mail to each member or by publication in the Corporate newsletter.

ARTICLE

Amendment of Articles

Amendment of these Articles of Incorporation shall be made pursuant to the Minnesota Nonprofit Corporation Act.

IN WITNESS WHEREOF, I have hereunto set my hand this day of , 1996.

Incorporator:

Brad C. Olson, Esq.

