

15492

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ARTICLES OF INCORPORATION
OF
OWOBOPTE INDUSTRIES, INC.

We, the undersigned, for the purpose of forming a corporation under and pursuant to the provisions of Chapter 317 of Minnesota Statutes, known as the Minnesota Nonprofit Corporation Act, do hereby associate ourselves together as a body corporate and adopt the following Articles of Incorporation.

ARTICLE I.

The name of this corporation shall be OWOBOPTE INDUSTRIES, INC.

ARTICLE II.

The purpose of this corporation shall be to engage in and promote matters of civic interest relative to the education and rehabilitation of mentally and physically handicapped persons.

ARTICLE III.

The Corporation shall not afford pecuniary gain, incidentally or otherwise, to its members.

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AMENDMENT OF ARTICLES OF INCORPORATION
OF
OWOBOPTE INDUSTRIES, INC.

The Articles of Incorporation of Owobopte Industries, Inc. shall be amended as follows:

ARTICLE I

The name of the corporation is hereby changed to:

Owobopte, Inc.

ARTICLE II

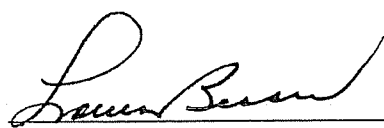
The address of the registered office of this corporation in the State of Minnesota is:

3195 Neil Armstrong Blvd.
Eagan, MN 55121

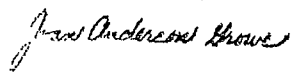
This amendment has been approved pursuant to Chapter 317, Minnesota Statutes.

The undersigned certifies 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.

Dated: March 31, 1998.



Louis E. Besser

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
APR - 8 1998

Secretary of State

502382

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ARTICLE IV

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

ARTICLE V

The location of the registered office of this corporation in this State is Hastings, Minnesota 55033.

ARTICLE VI

The name and address of each incorporator of this corporation is:

H. Dawn Sheridan	2022 Ashland Street Hastings, Minnesota 55033
Earl M. Carlson	822 West Seventh Street Hastings, Minnesota 55033
Lee J. Koskela	1939 Maple Street Hastings, Minnesota 55033
Dennis E. Pellant	1322 Westview Drive Hastings, Minnesota 55033
Donald G. May	1912 Ridge Lane Hastings, Minnesota 55033
David W. Helmstetter	1119 West 15th Street Hastings, Minnesota 55033
Richard Pike	1221 Southview Drive Hastings, Minnesota 55033
Harry P. Schoen	1612 Westview Drive Hastings, Minnesota 55033

ARTICLE VII

The extent of personal liability, if any, of members for corporate obligations and the methods of enforcement and collection are as follows: There shall be

no personal liability for any of the members of the corporation while performing duties on behalf of the corporation.

ARTICLE VIII

This corporation shall have no capital stock.

IN TESTIMONY WHEREOF, we have hereunto subscribed our names this 12th day of October, 1972.

In the presence of:

H. Dawn Sheridan
H. Dawn Sheridan

Jacquelyn Mering
Earl M. Carlson

Mary Ann McQuinn
Lee J. Koskela

Dennis E. Pellant
Dennis E. Pellant

Donald G. May
Donald G. May

David W. Helmstetter
David W. Helmstetter

Richard Pike
Richard Pike

Harry P. Schoen
Harry P. Schoen

STATE OF MINNESOTA)
) : ss.
COUNTY OF DAKOTA)

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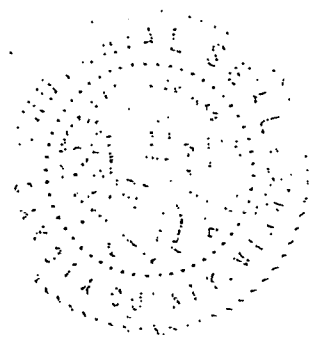
On this 12 day of October, 1972, personally appeared before me H. Dawn Sheridan, Earl M. Carlson, Lee J. Koskela, Dennis E. Pellant, Donald G. May, David W. Helmstetter, Richard Pike, and Harry P. Schoen, to me known to be the persons described in and who executed the foregoing Articles of Incorporation of OWOBOPTE INDUSTRIES, INC., and they acknowledged that they executed the same as their free act and deed, for the uses and purposes therein expressed.

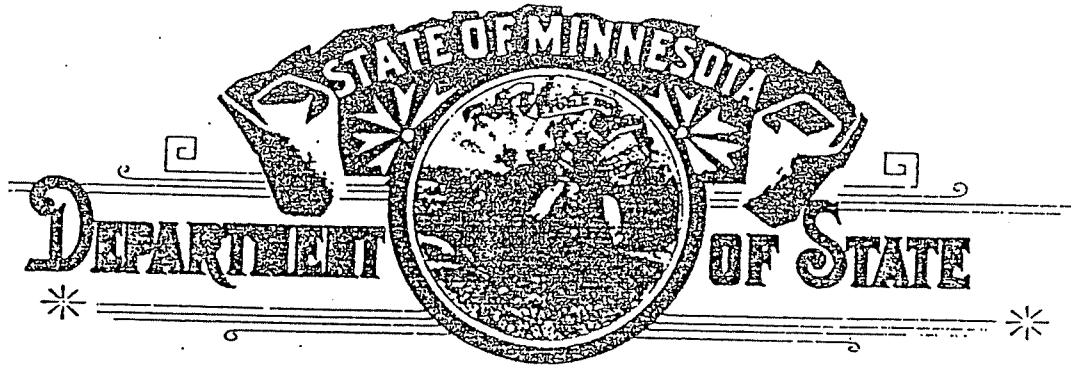
Jacquelyn Mensing
Jacquelyn Mensing, Notary Public
Dakota County, Minnesota

My Commission Expires March 21, 1978

STATE OF MINNESOTA
DEPARTMENT OF STATE
I hereby certify that the within
Instrument was filed for record in this
office on the 22 day of Nov.
A. D. 1972 at 9 o'clock A. M.,
and was duly recorded in Book R-39
of Incorporations, on page 446
Arden J. Erdahl

APPR'D & FILED
INDEXED
IND. FILED
CEL. CHECKED





To All To Whom These Presents Shall Come, Greeting:

Whereas, Articles of Incorporation, duly signed and acknowledged under oath, have been recorded in the office of the Secretary of State, on the ---22nd--- day of November, A. D. 19 72 for the incorporation of

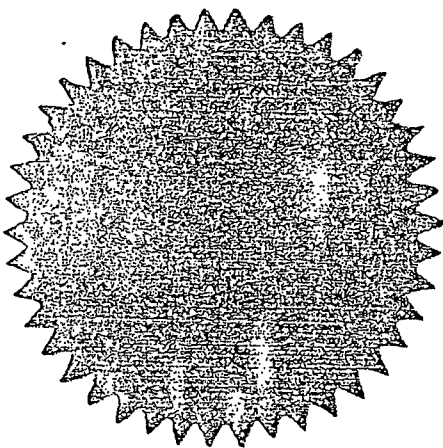
Owobopte Industries, Inc.

under and in accordance with the provisions of the Minnesota Nonprofit Corporation Act, Minnesota Statutes, Chapter 317;

Now, Therefore, I, Arlen I. Erdahl, Secretary of State of the State of Minnesota, by virtue of the powers and duties vested in me by law, do hereby certify that the said

Owobopte Industries, Inc.

is a legally organized Corporation under the laws of this State.



Witness my official signature hereunto subscribed and the Great Seal of the State of Minnesota hereunto affixed this ---twenty-second--- day of November in the year of our Lord one thousand nine hundred and seventy-two

Arlen I. Erdahl
Secretary of State.

STAPLETON, NOLAN, MacGREGOR & THOMPSON

AN ASSOCIATION OF A PARTNERSHIP AND A PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
2300 FIRSTAR CENTER - 101 EAST FIFTH STREET
SAINT PAUL, MINNESOTA 55101

E. MARTIN STAPLETON
MARK M. NOLAN[®]
MALCOLM D. MACGREGOR
RANDY V. THOMPSON
JODELL M. GALMAN

TELEPHONE 651-227-6661
FACSIMILE 651-225-9215
FACSIMILE 651-287-0005

OF COUNSEL
GARY E. PERSIAN

July 19, 2002

Writers Direct Dial: 651-215-8507

Steve Ditschler
Executive Director
ProAct, Inc.
3195 Neil Armstrong Blvd.
Eagan, MN. 55121

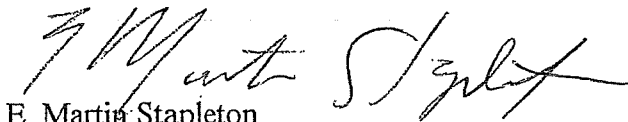
RE: Merger with IRC

Dear Steve:

Enclosed is the filed Certificate of Merger and filed Articles of Merger received from the Secretary of State. This document does amend the Articles of Incorporation to change the name to ProAct, Inc. There is no other name change.

Very truly yours,

STAPLETON, NOLAN, MacGREGOR & THOMPSON



E. Martin Stapleton
EMS

State of Minnesota

SECRETARY OF STATE

Certificate of Merger

I, Mary Kiffmeyer, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate; and the qualification of any non-surviving entity to do business in Minnesota is terminated on the effective date of this merger.

Merger Filed Pursuant to Minnesota Statutes, Chapter: 317A

State of Formation and Names of Merging Entities:

MN: INTERSTATE REHABILITATION CENTER, INC.

MN: OWOBOPTE, INC.

State of Formation and Name of Surviving Entity:

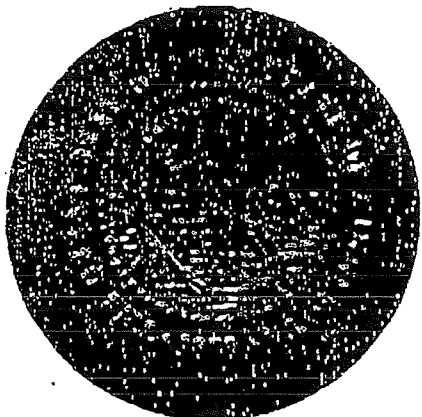
MN: OWOBPTE, INC.

Effective Date of Merger: 7/1/2002

Name of Surviving Entity After Effective Date of Merger:

PROACT, INC.

This certificate has been issued on: 6/25/02



Mary Kiffmeyer
Secretary of State.

