

COPY

Form 102
Sec. 181.0202
Wis. Stats.

State of Wisconsin
Department of Financial Institutions
Division of Corporate and Consumer Services

ARTICLES OF INCORPORATION – NONSTOCK CORPORATION
SHEBOYGAN AVENUE COMMUNITY GARDEN, INC.

ARTICLE I

1.01 Name

The name of the corporation shall be Sheboygan Avenue Community Garden, Inc. hereafter called the Garden. The business of the corporation may be conducted as Sheboygan Avenue Community Garden, Inc., Sheboygan Avenue Community Garden, Sheboygan Avenue Garden, or Sheboygan Avenue Gardens. The corporation is organized under Ch. 181 of the Wisconsin Statutes.

ARTICLE II

DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III

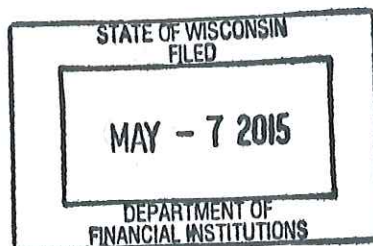
PURPOSE

3.01 Purpose

The Garden is a non-profit corporation and shall operate exclusively for charitable and educational purposes.

The Garden's charitable purpose is to increase equitable access to the multiple social, environmental and health resources brought by a community garden environment in an urban setting to individuals, families, neighborhood and city. In alliance with the vision of Dane County Gardens Network, the Garden's charitable purpose provides "access to the space, education, and resources to create and sustain gardens that foster food, engagement and opportunity". The Garden provides focused access to lower income households through a sliding scale plot fee structure. Access to safe, healthy, and culturally appropriate food is provided through the Garden's (inorganic) pesticide free practices.

The Garden's educational purposes include educational sessions of organic gardening methods, sustainable land management, and harvest preservation techniques. Garden activities include intergenerational team building and leadership training through organized work activities in public spaces. Garden tours and educational events are provided to local K12 schools to encourage community engagement and promote healthfulness through gardening. Undergraduate and graduate research studies are also conducted at the Garden.



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3.02 Public Benefit

The Garden is designated as a public benefit corporation.

ARTICLE IV

NON-PROFIT NATURE

4.01 Non-profit Nature

The Garden is organized exclusively for charitable and educational purposes. No part of the net earnings of the Garden shall inure to the benefit of, or be distributable to its members, trustees, 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 the purpose clause hereof.

The Garden is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its charitable and educational purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of the Garden of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of the Garden, any assets lawfully available for distribution shall be distributed to one (1) or more non-profit organizations that have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation. The organization to receive the assets of the Garden hereunder shall be selected by the discretion of a majority of the managing body of the Garden.

4.03 Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 III, Section 3.01.

4.04 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE V
BOARD OF DIRECTORS

5.01 Governance

The Garden shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be President/Garden Coordinator, Vice President/Registrar, Secretary, Treasurer, and Past Coordinator.

ARTICLE VI

MEMBERSHIP

6.01 Membership

Anyone interested in the purposes of the Garden is eligible for membership, without regard to race, ethnicity, gender, national origin, or religious or political beliefs. The Garden shall have no members who have any right to title or interest in or to the corporation, its properties and franchises. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII

AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of three-fifths (3/5) of the board of directors.

ARTICLE VIII

ADDRESSES OF THE CORPORATION

8.01 Corporate Addresses

The street address of the corporation's initial principal office is 201 North Owen Drive, Madison, WI 53705.

The mailing address of the corporation's initial principal office is PO Box 5011, Madison, WI 53705.

ARTICLE IX

Appointment of registered agent

9.01 Registered Agent

The corporation's initial registered agent shall be Yuhua Li.

The street address of the initial registered office is 201 North Owen Drive, Madison, WI 53705.

ARTICLE X

INCORPORATOR

The incorporators of the corporation are as follow:

Cindy Statz (President, Garden Coordinator), 5213 Shawano Terrace, Madison, WI 53705
Leann Tigges (Vice President, Registrar), 3921 Plymouth Drive, Madison, WI 53705
Yuhua Li (Treasurer), 201 North Owen Drive, Madison, WI 53705
Mary McCarthy (Secretary), 625 North Segoe Road #803, Madison, WI 53705
Pat Soderholm (Past Coordinator), 5015 Sheboygan Ave #302, Madison, WI 53705

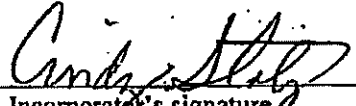
This document was drafted by Cindy Statz. Contact information is as follows:

Cindy Statz
5213 Shawano Terrace
Madison, WI 53705
Phone: 608-233-9181
Email: coordinator@sheboygancommunitygarden.org

Certificate of Adoption of Articles of Incorporation

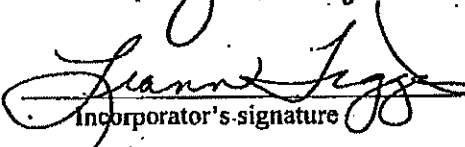
We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Sheboygan Avenue Community Garden, Inc. were approved by the board of directors on Thursday, March 12, 2015 and constitute a complete copy of Articles of Incorporation of the Sheboygan Avenue Community Garden, Inc. (incorporated).

Cindy Statz – President, Garden Coordinator
5213 Shawano Terrace
Madison, WI 53705



Incorporator's signature

Leann Tigges – Vice President, Registrar
3921 Plymouth Drive
Madison, WI 53705




Incorporator's signature

Yuhua Li – Treasurer
201 North Owen Drive
Madison, WI 53705



Incorporator's signature

Mary McCarthy – Secretary
625 North Segoe Road #803
Madison, WI 53705



Incorporator's signature

Pat Soderholm – Past Coordinator
5015 Sheboygan Ave #302
Madison, WI 53705



Incorporator's signature

Acknowledgment of consent to appointment as registered agent

I, **Yuhua Li, Treasurer**, agree to be the registered agent for Sheboygan Avenue Community Garden Inc. as appointed herein.

Registered Agent 

Date: 3/27/2015



For Office



**State of Wisconsin
Department of Financial Institutions**

Endorsement

**ARTICLES OF INCORPORATION - Ch. 181
SHEBOYGAN AVENUE COMMUNITY GARDEN, INC.**

Received Date: 5/1/2015

Filed Date: 5/7/2015

Filing Fee: \$35.00

Entity ID#: S105363

Total Fee: \$35.00