

0404
State of Minnesota

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

I, Joan Anderson Grove, 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: Robichaud & Nepp, P.A.

Corporate Charter Number: 9H-869

Chapter Formed Under: 319A

This certificate has been issued on 08/30/1996.



Joan Anderson Grove
Secretary of State.

9H-869

0405

ARTICLES OF INCORPORATION

OF

ROBICHAUD & NEPP, P.A.

The undersigned incorporator, being a natural person of full age of majority, and desiring to form a professional corporate entity under Minnesota Statutes, Chapters 319A and 302A, hereby adopts the following Articles of Incorporation:

Article I

The name of this corporation shall be: Robichaud & Nepp, P.A. *je*

Article II

The location and address of this corporation's registered office in this state shall be 402 Towle Building, 330 Second Avenue South, Minneapolis, MN 55401. ✓

Article III

In accordance with Minnesota Statutes Sections 319A.04 and 481.02 Subd.2, the purpose of this corporation is to render professional legal services through attorneys licensed to practice law in the State of Minnesota. ✓

Article IV

The aggregate number of shares which this corporation shall have the authority to issue is 1,000,000 shares each with no par value, which shares shall be designated common stock. No share shall be issued until it has been paid for, and thereafter it shall be non-assessable. ✓

Article V

Shareholders have no rights of cumulative voting.

Article VI

In accordance with Minnesota Statutes Section 319A.11, this corporation may issue shares only to those individuals licensed to practice law in the State of Minnesota. ✓

Article VII

No holder of any stock of the corporation shall be entitled, as a matter of right, to purchase, subscribe for or otherwise acquire any new or additional shares of stock of the corporation of any class, or any options or warrants to purchase, subscribe for or otherwise acquire any such new or additional shares, bonds,

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notes, debentures or other securities convertible into or carrying options or warrants to purchase, subscribe for or otherwise acquire any such new or additional shares.

Article VIII

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

Douglas E. Nepp
2534 Hawthorne Lane
Stillwater, MN 55082

Article IX

The number of directors of the corporation shall be fixed and may be altered from time to time as may be provided in the Bylaws. In the case of any increase in the number of directors, the additional directors may be elected by the directors as shall be provided in the Bylaws.

Article X

In accordance with Minnesota Statutes Section 319A.16, the positions of officers and directors of this corporation may only be occupied by individuals licensed to practice law in the State of Minnesota.

Article XI

Any action required or permitted to be taken at a meeting of the Board of Directors may be taken by written action signed by a majority of the directors then in office, unless the action is one which need not be approved by the shareholders, in which case such action shall be effective if signed by the number of directors that would be required to take the same action at a meeting at which all directors were present.

Article XII

A director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, except for (i) liability based on a breach of the duty of loyalty to the corporation or the shareholders; (ii) liability for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law; (iii) liability based on the payment of an improper dividend or an improper repurchase of the corporation's stock under Section 559 of the Minnesota Business Corporation Act (Minnesota Statutes, Chap. 302A) or on violations of federal or state securities laws; (iv) liability for any transaction from which the director derived an improper personal benefit; or (v) liability for any act or omission occurring prior to the date this Article IX becomes effective. If Chapter 302A, the Minnesota

Business Corporation Act hereafter is amended to authorize the further elimination or limitation of the liability of directors, then the liability shall be limited to the fullest extent permitted by the amended Chapter 302A, the Minnesota Business Corporation Act. Any repeal or modification of this Article by the shareholders of the corporation shall be prospective only and shall not adversely affect any limitation on the personal liability of a director of the corporation existing at the time of such repeal or modification.

IN WITNESS WHEREOF, the undersigned has set his hand this 23rd day of August, 1996.

Douglas E. Nepp
Incorporator

STATE OF MINNESOTA)
COUNTY OF RAMSEY)

The foregoing instrument was acknowledged before me this 23rd day of August, 1996, by Douglas E. Nepp, incorporator.

Tricia M. Francis
Notary Public



STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
AUG 30 1996
Jean Anderson Stone
Secretary of State

MINNESOTA SECRETARY OF STATE



NOTICE OF CHANGE OF REGISTERED OFFICE/
REGISTERED AGENT

9H-869

Please read the instructions on the back before completing this form.

1. Entity Name:

ROBICHAUD & NEPP P.A.

2. Registered Office Address (No. & Street): List a complete street address or rural route and rural route box number. A post office box is not acceptable.

211 Washington Ave. N. Minneapolis MN 55401
Street City State Zip Code

3. Registered Agent (Registered agents are required for foreign entities but optional for Minnesota entities):

NONE

If you do not wish to designate an agent, you must list "NONE" in this box. DO NOT LIST THE ENTITY NAME.

In compliance with Minnesota Statutes, Section 302A.129, 303.10, 308A.025, 317A.129 or 322B.135 I certify that the above listed company has resolved to change the entity's registered office and/or agent as listed above.

I certify that I am authorized to execute this notice and, further certify that I understand that by signing this notice I am subject to the penalties of perjury as set forth in Minnesota Statutes Section 609.48 as if I had signed this notice under oath.

[Signature]
Signature of Authorized Person

Name and Telephone Number of a Contact Person: B. J. ROBICHAUD (612) 333-3343
please print legibly

Filing Fee: Minnesota Corporations, Cooperatives and Limited Liability Companies: \$35.00.

Non-Minnesota Corporations: \$50.00.

Make checks payable to Secretary of State

Return to: Minnesota Secretary of State
180 State Office Bldg.
100 Constitution Ave.
St. Paul, MN 55155-1208
(651)296-2803

770800

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
MAR 31 2000
[Signature]
Secretary of State

94-869 DA-CN



MINNESOTA SECRETARY OF STATE

AMENDMENT OF ARTICLES OF INCORPORATION

READ INSTRUCTIONS LISTED BELOW, BEFORE COMPLETING THIS FORM.

- 1. Type or print in black ink.
- 2. There is a \$35.00 fee payable to the Secretary of State for filing this "Amendment of Articles of Incorporation".
- 3. Return Completed Amendment Form and Fee to the address listed on the bottom of the form.

CORPORATE NAME: (List the name of the company prior to any desired name change)
Robichaud & Nepp P.A.

This amendment is effective on the day it is filed with the Secretary of State, unless you indicate another date, no later than 30 days after filing with the Secretary of State.

11/8/04
 Format (mm/dd/yyyy)

The following amendment(s) to articles regulating the above corporation were adopted: (Insert full text of newly amended article(s) indicating which article(s) is (are) being amended or added.) If the full text of the amendment will not fit in the space provided, attach additional numbered pages. (Total number of pages including this form 1.)

ARTICLE I

The name of this corporation shall be: **Robichaud & Anderson P.A.**

This amendment has been approved pursuant to *Minnesota Statutes chapter 302A or 317A*. I certify 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.

[Handwritten Signature]
 (Signature of Authorized Person)

Name and telephone number of contact person: **B.J. Robichaud** 612-333-3343
 Please print legibly

If you have any questions please contact the Secretary of State's office at (651)296-2803.

RETURN TO: Secretary of State, Business Services Division
 180 State Office Bldg., 100 Rev. Dr. Martin Luther King Jr. Blvd
 St. Paul, MN 55155-1299, (651)296-2803

All of the information on this form is public and required in order to process this filing. Failure to provide the requested information will prevent the Office from approving or further processing this filing.

STATE OF MINNESOTA
 DEPARTMENT OF STATE
 FILED
 NOV 10 2004
[Handwritten Signature]
 Secretary of State

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QH-869

DC CN



STATE OF MINNESOTA SECRETARY OF STATE

AMENDMENT OF ARTICLES OF INCORPORATION

READ THE INSTRUCTIONS BEFORE COMPLETING THIS FORM

- 1. Type or print in black ink.
2. There is a \$35.00 fee payable to the MN Secretary of State,
3. Return Completed Amendment Form and Fee to the address listed on the bottom of the form.

CORPORATE NAME: (List the name of the company prior to any desired name change)

Robichaud & Anderson P.A.

This amendment is effective on the day it is filed with the Secretary of State, unless you indicate another date, no later than 30 days after filing with the Secretary of State.

5/27/10

Format (mm/dd/yyyy)

The following amendment(s) to articles regulating the above corporation were adopted: (Insert full text of newly amended article(s) indicating which article(s) is (are) being amended or added.) If the full text of the amendment will not fit in the space provided, attach additional numbered pages. (Total number of pages including this form 1.)

ARTICLE 1

The name of the corporation shall be: Robichaud, Anderson & Alcantara P.A.

This amendment has been approved pursuant to Minnesota Statutes chapter 302A or 317A. I certify 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.

[Handwritten Signature]

(Signature of Authorized Person)

Name and telephone number of contact person: BJ Robichaud

612.333.3343

Please print legibly

FILE IN-PERSON OR MAIL TO: Minnesota Secretary of State - Business Services Retirement Systems of Minnesota Building 60 Empire Drive, Suite 100 St Paul, MN 55103 (Staffed 8:00 - 4:00, Monday - Friday, excluding holidays)

STATE OF MINNESOTA DEPARTMENT OF STATE FILED

JUN 01 2010

Mark Ritchie Secretary of State

To obtain a copy of a form you can go to our web site at www.sos.state.mn.us, or contact us between 9:00am to 4:00pm, Monday through Friday at (651) 296-2803 or toll free 1-877-551-6767.

All of the information on this form is public. Minnesota law requires certain information to be provided for this type of filing. If that information is not included, your document may be returned unfiled. This document can be made available in alternative formats, such as large print, Braille or audio tape, by calling (651) 296-2803/voice. For a TTY/TTD (deaf and hard of hearing) communication, contact the Minnesota Relay Service at 1-800-627-3529 and ask them to place a call to (651)296-2803. The Secretary of State's Office does not discriminate on the basis of race, creed, color, sex, sexual orientation, national origin, age, marital status, disability, religion, reliance on public assistance or political opinions or affiliations in employment or the provision of service.

STATE OF MINNESOTA

DEPARTMENT OF STATE

I hereby certify that this is a true and complete copy of the document as filed for record in this office.

DATED 9-17-13

Mark Ritchie

Secretary of State



By

Judith A. Johnson