

## ***Articles of Incorporation***

(as amended by a total rewriting on April 1, 1962 and amended by dropping "State" from the name on April 5, 1970)

### **ARTICLE I -- NAME**

The name of this corporation shall be MINNESOTA DENTAL ASSOCIATION.

### **ARTICLE II -- DURATION**

The duration of the corporation is perpetual.

### **ARTICLE III -- PURPOSE AND OBJECT**

The purpose and object of this corporation is to encourage the improvement of the health of the public and to promote the art and science of dentistry.

### **ARTICLE IV -- OFFICE**

The registered office of the corporation shall be located at 1335 Industrial Boulevard, Suite 200, Minneapolis, Minnesota 55413.

### **ARTICLE V -- BYLAWS**

The *Bylaws* of the corporation shall be divided into two categories designated, respectively, "Constitution" and "Bylaws", and each category shall be amendable from time to time in the manner and by the method therein set forth, but in case of any conflict between the *Constitution* and the *Bylaws* the provisions of the *Constitution* shall control. .

0 In any case the *Constitution and Bylaws* shall not be in conflict with or limit the *Constitution and Bylaws* of the American Dental Association.

### **ARTICLE VI -- MEMBERSHIP**

The qualifications, the method of election, designation or selection, the privileges and obligations, and the voting rights, if any, of the various classes of members which are established by the *Constitution and Bylaws* of the corporation from time to time shall be set forth in and governed by such *Constitution and Bylaws*.

### **ARTICLE VII -- EXERCISE OF CORPORATE POWERS**

Except as otherwise provided by law, the affairs of this corporation shall be governed and the corporate powers of the corporation shall be exercised by a Board of Directors (to be known as the Board of Trustees), House of Delegates, officers, councils, committees, members, agents and employees as set forth in the *Constitution and Bylaws* and the titles, duties, powers, and method of electing, designating or selecting all of the foregoing shall be as provided herein.

This corporation shall have power to receive monies and properties and rights and interests therein, and administer, manage and dispose of the same or any part thereof or interest therein for any one or more of said purposes. This corporation shall have power to receive bequests,

gifts, and devices, of personal or real property of every kind, from any source with power to administer manage and dispose of the same for any one or more of said purposes. This corporation may acquire, own, hold, possess, control, encumber, and dispose of such real and personal property as it shall find suitable and convenient for any of said purposes.

#### **ARTICLE VIII -- AMENDMENTS**

The Articles of Incorporation of this corporation as now or hereafter amended may be further amended by a two-thirds (2/3) vote of the delegates present and voting at any annual session; provided, that notice of such proposed amendment shall have been given, (1) at a previous annual session, or (2) at a meeting of this corporation called for said purpose, of which purpose thirty (30) days notice in writing shall be given to the members of the House of Delegates.