Article or Bylaw Filing Requirements for Township Mutual Companies:

1. Filings need to be made on forms available through the Commerce Department’s website.
2. Include a copy of the notice given to members prior to the meeting at which an Article or Bylaw was amended and restated.
3. Include a copy of the minutes of the meeting at which an Article or Bylaw was amended and restated.
4. Include a Signed Resolution of the Board of Directors.
5. Include a red-line version of the Article and By-law changes.
6. Must be filed within 30 days of approval by the members.
7. Must be accompanied by a fee of $10.00 for Articles and $10.00 for Bylaws, payable to the Minnesota Department of Commerce.
CERTIFICATE OF AMENDED AND RESTATED
ARTICLES OF INCORPORATION

_________________________________, MINNESOTA
(Principal Place of Business)

We, the undersigned, ___________________________________________, President, and
________________________________________, Secretary, of the _________________________
__________________________________________________________ (Company), now organized
and operating under the provisions of Minnesota Statutes, Section 67A.01 et seq., as amended, do
hereby certify:

1. That on the __________day of ___________________, 20___, the Board of Directors, at a duly
   held meeting, adopted a resolution proposing to amend and restate the Articles of Incorporation of
   the Company.

2. That on the ___________day of _____________________, 20___, notice was given to each and
every member by _____________________________________________________________.
The notice advised the members of the proposed Amended and Restated Articles of Incorporation
to be voted upon at the _________________ meeting to be held in the City of
____________________, Minnesota, on the ______ day of ____________________, 20____.
Provide a copy of the notice.  If the notice did not contain a copy of the proposed Amended and
Restated Articles of Incorporation, please explain how members could request a copy (e.g. letter,
postcard, website) prior to the meeting.

3. That at the specified time and place, by a majority vote of all members present and voting, a
   quorum being present, the members duly adopted said proposed Amended and Restated Articles of
   Incorporation as set forth in this resolution.  Provide a copy of the minutes.

THEREFORE, BE IT RESOLVED that the Articles of Incorporation be amended and restated as
provided on the attached sheets.
We further certify that the foregoing resolution has not been changed or altered, but continues in full force and effect, and was executed on behalf of the Company by authority of its directors and members.

_______________________________________  
President

SEAL

________________________________________  
Secretary

STATE OF MINNESOTA )  
) ss.
COUNTY OF _______________)

The foregoing instrument was acknowledged before me this ________ day of __________________, 20____, by _______________________________, President, and _______________________________, Secretary, of _____________________________________________________________________.

_______________________________________  
Notary Public

Cty:________________ Comm. Exp:_________

NOTARY SEAL

The attached Amended and Restated Articles of Incorporation are hereby approved and filed this ____________ day of ________________________, 20__.

Commissioner of Commerce

By_____________________________________

Revised 12/1/2009
CERTIFICATE OF AMENDED AND RESTATED
BYLAWS

(Company Name)

_______________________________, MINNESOTA
(Principal Place of Business)

We, the undersigned, ___________________________________________, President, and
________________________________________, Secretary, of the _________________________
__________________________________________________________ (Company), now organized
and operating under the provisions of Minnesota Statutes, Section 67A.01 et seq., as amended, do
hereby certify:

1. That on the __________day of ___________________, 20___, the Board of Directors, at a duly
held meeting, adopted a resolution proposing to amend and restate the Bylaws of the Company.

2. That on the ___________day of _____________________, 20___, notice was given to each and
every member by _____________________________________________________________.
   The notice advised members of the proposed Amended and Restated Bylaws to be voted upon at
   the __________________ meeting to be held in the City of ____________________, Minnesota,
   on the ______________ day of ________________________, 20____. Provide a copy of the
   notice. If the notice did not contain a copy of the proposed Amended and Restated Bylaws, please
   explain how members could request a copy (e.g. letter, postcard, website) prior to the meeting.

3. That at the specified time and place, by a majority vote of all members present and voting, a
   quorum being present, the members duly adopted said proposed Amended and Restated Bylaws as
   set forth in this resolution. Provide a copy of the minutes.

THEREFORE, BE IT RESOLVED that the Bylaws be amended and restated as provided on the
attached sheets.
We further certify that the foregoing resolution has not been changed or altered, but continues in full force and effect, and was executed on behalf of the Company by authority of its directors and members.

_______________________________________
President

SEAL

________________________________________
Secretary

STATE OF MINNESOTA            )
 ) ss.
COUNTY OF ________________) 

The foregoing instrument was acknowledged before me this __________ day of ______________, 20____, by ______________________________, President, and ______________________________, Secretary, of _________________.

_______________________________________
Notary Public

Cty:_______________ Comm. Exp:__________

NOTARY SEAL

The attached Amended and Restated Bylaws are hereby accepted and approved for filing this __________ day of ______________________, 20____.

Commissioner of Commerce

By_____________________________________

Revised 12/1/2009