

State of Minnesota

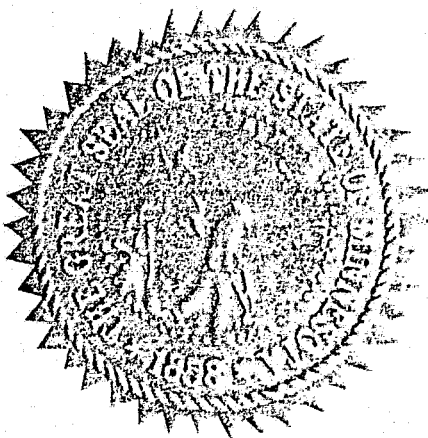
SECRETARY OF STATE

To All To Whom These Presents Shall Come, Greeting:

Whereas, a certified copy of a resolution adopted by the Board of Commissioners of Mille Lacs County has been filed for record in the office of the Secretary of State, on the 11th day of January, 1990 for the incorporation of the Mille Lacs County Regional Railroad Authority under and in accordance with the provisions of Chapter 398A, Laws of Minnesota:

Now, Therefore, I, Joan Anderson Grove, Secretary of State of the State of Minnesota, by virtue of the powers and duties vested in me by law, do hereby certify that effective this date the corporate existence was created for the above named regional railroad authority as a political subdivision and local government unit of Minnesota.

WITNESS my official signature
hereunto subscribed and the Great
Seal of the State of Minnesota
hereunto affixed this 11th day
of January, 1990.

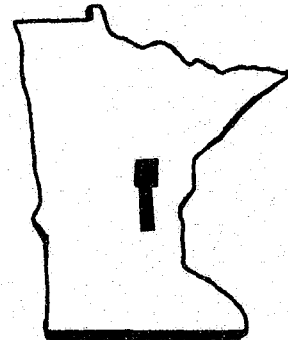


139934

Joan Anderson Grove
Secretary of State.

County of Mille Lacs

Milaca, MN 56353



December 27, 1989

Joan Anderson Growe
Secretary of State
180 State Office Building
St. Paul, Minnesota 55155

Dear Ms. Growe,

Enclosed find a resoltuion to establish the Mille
Lacs County Regional Railroad Authority.

I trust a Certificate of Incorporation will be
issued.

Sincerely,

Elmer Warolin

Elmer Warolin,
Mille Lacs County Auditor-Treasurer
Clerk of County Board

EW/jcb
Enc:

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

JAN 11 1990

Joan Anderson Growe
Secretary of State

* 39934

RESOLUTION

WHEREAS, there exists a need to preserve the Railroad right-of-ways in Mille Lacs County for the Public Welfare, and;

WHEREAS Minnesota Statutes 398A.03 provide for establishing a Regional Railroad Authority to accomplish this purpose;

NOW THEREFORE BE IT RESOLVED, the Mille Lacs County "Regional Railroad Authority" is organized under the Regional Railroad Authorities Act as a political subdivision and local government unit of Minnesota, to exercise thereunder part of the sovereign power of the State.

The name of the authority shall be "Mille Lacs County Regional Railroad Authority".

Mille Lacs County is the unit of government adopting the organization resolution.

The governing body shall consist of five members.

The five County Commissioners shall constitute the governing body of the authority.

The names and addresses of the first Board of Commissioners are:

Dick Jackson	606 S. 7th Avenue	Princeton, Mn. 55371
David A. Oberfeld	Route 1, Box 235	Isle, Mn. 56342
Paul A. Reiman	220 3rd Avenue S.E.	Milaca, Mn. 56353
E. A. Strelow	Box 279	Onamia, Mn. 56359
David Tellinghuisen	Route 1	Foreston, Mn. 56330

The registered office of the Authority shall be located in Milaca, Minnesota, Mille Lacs County.

The State of Minnesota, Mille Lacs County, nor any other political subdivision is liable for obligations of the authority.

Adopted this 19th day of December, 1989.

ATTEST:

Elmer Warolin
Elmer Warolin
Auditor-Treasurer
Clerk of County Board

David A. Oberfeld
David A. Oberfeld
Chairman, County Board

I hereby certify the above resolution is a true and correct copy of a resolution adopted by the Mille Lacs County Board at their meeting December 19, 1989.

ATTEST:

Elmer Warolin
Elmer Warolin
Mille Lacs County Auditor-Treasurer
Clerk of County Board

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

JAN 10 1990

James R. Anderson
Secretary of State

39934