

MICHIGAN DEPARTMENT OF LABOR & ECONOMIC GROWTH BUREAU OF COMMERCIAL SERVICES	
Date Received SEP 22 2008	(FOR BUREAU USE ONLY)
NOV 05 2008	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.
Name Northern Michigan Broadband Cooperative	FILED NOV 06 2008 Administrator Bureau of Commercial Services EFFECTIVE DATE:
Address 121 E. Mitchell St., PO Box 457	
City Gaylord	
State MI	Zip Code 49734

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ARTICLES OF INCORPORATION
For use by Domestic Nonprofit Corporations
 (Please read information and instructions on the last page)

Pursuant to the provisions of Act 162, Public Acts of 1982, the undersigned corporation executes the following Articles:

ARTICLE I

The name of the corporation is: Northern Michigan Broadband Cooperative

ARTICLE II

The purpose or purposes for which the corporation is organized are:
 to facilitate the provision of and possibly provide reliable broadband and telecommunications services throughout Northern Michigan at affordable rates with initial focus particularly on education, government services, economic development and commerce, health-care and emergency services with the ultimate goal of serving all users.

ARTICLE III

- The corporation is organized upon a Nonstock basis.
(Stock or Nonstock)
- If organized on a stock basis, the total number of shares which the corporation has authority to issue is _____ . If the shares are, or are to be, divided into classes, the designation of each class, the number of shares in each class, and the relative rights, preferences and limitations of the shares of each class are as follows:

\$20.00 OK/HJ 113885

ARTICLE III (cont.)

3. a. If organized on a nonstock basis, the description and value of its real property assets are: (if none, insert "none")
None

b. The description and value of its personal property assets are: (if none, insert "none")
None

c. The corporation is to be financed under the following general plan:
The Cooperative is to be financed in part by initial or periodic non-redeemable membership fees, and special assessments on members, if any, as determined by the Board. The Cooperative may also be financed by loans and member capital, defined as assets which a member must provide by payment, transfer, or allocation of net savings to the Cooperative as a condition of admission to or retention of membership and with respect to which the member has rights to redemption or distributions on dissolution.

d. The corporation is organized on a Membership basis.
(Membership or Directorship)

ARTICLE IV

1. The address of the registered office is:
121 E. Mitchell St. Gaylord, Michigan 49735
(StreetAddress) (City) (ZIP Code)

2. The mailing address of the registered office, if different than above:
PO Box 457 Gaylord, Michigan 49734
(Street Address or P.O. Box) (City) (ZIP Code)

3. The name of the resident agent at the registered office is:
Diane Rekowski

ARTICLE V

The name(s) and address(es) of the incorporator(s) is (are) as follows:

Name	Residence or Business Address
Leonard Page	9482 Page Rd., Cheboygan, MI 49721
Jack Thompson	80 Livingston Blvd., Gaylord, MI 49735
Lisa Leedy	9285 Hollister Road, Fife Lake, MI 49633
William Valentine	515 E. Huron St., Rogers City, MI 49779
Steve Neal	1060 Intertown Road, Petoskey, MI 49770

Use space below for additional Articles or for continuation of previous Articles. Please identify any Article being continued or added. Attach additional pages if needed.

ARTICLE VI

As provided in Section 209 and 541 of the Act, and except as otherwise provided by law, a volunteer director, volunteer officer, or other volunteer (collectively, "volunteer"), of the corporation is not personally liable to the corporation or its members for monetary damages for a breach of the volunteer's fiduciary duty.

The corporation assumes all liability to any person other than the corporation or its members for all acts or omissions of a volunteer director, volunteer officer, or other volunteer, incurred in the good faith performance of his or her duties as a director, officer, or volunteer.

The corporation assumes the liability for all acts or omissions of a volunteer director, volunteer officer, or other volunteer (collectively, "volunteer"), provided that:

- (a) the volunteer was acting or reasonably believed he or she was acting within the scope of his or her authority;
- (b) the volunteer was acting in good faith;
- (c) the volunteer's conduct did not amount to gross negligence or willful or wanton misconduct;
- (d) the volunteer's conduct was not an intentional tort; and
- (e) the volunteer's conduct was not a tort arising out of the ownership, maintenance or use of a motor vehicle as described in Section 209(e)(v) of the Act.

I, (We), the incorporator(s) sign my (our) name(s) this 16th day of September, 2008

Leonard R. Page
[Signature]
Wendy
Lisa Seedy
[Signature]

Leonard R. Page 9482 Page Rd Cheboygan
Steve Neal
Bill (William) Valentine
Lisa Seedy
Jack Thompson