

The Commonwealth of Massachusetts

JOHN F.X. DAVOREN

Secretary of the Commonwealth

STATE HOUSE

BOSTON, MASS. 02133

ARTICLES OF ORGANIZATION

(Under G.L. Ch. 180)

Incorporators

NAME

RESIDENCE

Include given name in full in case of natural persons; in case of a corporation, give state of incorporation.

- 2. Clara Roderick, 56 Seabrook Road, ^{Barnstable} Hyannis, Massachusetts
- 3. Virginia Johnson, Blue Rock Road, ^{K.} (South) Yarmouth, Massachusetts
- 1. Robert E. Terry, 17 Pontes Avenue, (East) Falmouth, Massachusetts

The above-named incorporator(s) do hereby associate (themselves) with the intention of forming a corporation under the provisions of General Laws, Chapter 180 and hereby state(s):

- 1. The name by which the corporation shall be known is:

HOUSING ASSISTANCE CORPORATION ✓

- 2. The purposes for which the corporation is formed are as follows:

- a. to receive and administer funds exclusively for educational and charitable purposes without pecuniary profit, either direct or indirect, to its members;
- b. to assist in the planning and development of projects, undertakings, studies and other activities that improve the housing and living conditions of low-income families in cooperation and conjunction with local, state, and federal government and civic bodies in the Counties of Barnstable, Dukes, and Nantucket;
- c. to purchase, or otherwise acquire, lease as lessee, invest in, hold use, lease as lessor, lease as agent, encumber, sell, exchange, transfer, and dispose of property of any description or any interest therein, by authority and action of its Board of Directors;
- d. to borrow money, and issue, sell, and pledge its notes, bonds, and other evidences of indebtedness, and to secure any of its obligations by mortgage, pledge, or deed of trust of all or any of its property, by authority and action of its Board of Directors;

NOTE: If provisions for which the space provided under Articles 2, 3 and 4 is not sufficient, additions should be set out on continuation sheets to be numbered 2A, 2B, etc. Indicate under each Article where the provision is set out. Continuation sheets shall be on 8½" x 11" paper and must have a left-hand margin 1 inch wide for binding. Only one side should be used.

3. If the corporation has more than one class of members, the designation of such classes, the manner of election or appointment, the duration of membership and the qualification and rights, including voting rights, of the members of each class, are as follows:—

There shall be one class of members.

- 4. Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:—

In the event of the dissolution of the corporation or the winding up of its affairs or other liquidation of assets, the corporation's property shall not be conveyed to any organization created or operated for profit or to any individual for less than the fair market value of such property, and all assets remaining after the payment of the corporation's debts shall be conveyed or distributed only to an organization or organizations created and operated for non-profit purposes similar to those of the corporation.

- e. to acquire, construct, provide, and operate rental housing and related facilities suited to the special needs and living requirements of low income persons;
- f. to acquire, improve, and operate any real or personal property or interest or rights therein or appurtenant thereto;
- g. to do all things necessary and appropriate for carrying out and exercising the foregoing purposes and powers as permissible under the provisions of the Internal Revenue Code of 1954, or any other successor thereto, as amended from time to time without jeopardizing the state or federal tax exempt status of the corporation;
- h. all or substantially all of the activities of this corporation shall be carried on within the Commonwealth of Massachusetts;
- i. no substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, nor shall the corporation participate in or intervene in (including the publishing or the distributing of statements) any political campaign on behalf of any candidate for public office;
- j. the corporation shall have all powers conferred upon non-stock, non-profit corporations as prescribed by Chapter 180 of the General Laws of Massachusetts, as now enacted or hereafter amended, except that (1) the corporation shall neither have nor exercise any power which would prevent it from obtaining exemption from federal income taxation as a corporation described in Section 501 (c) (3) of the Internal Revenue Code, as now enacted or hereafter amended, or cause it to lose such exempt status; and (2) the corporation shall not be operated for the purpose of carrying on a trade or business for profit, no dividends shall be paid, and no part of the net earnings of the corporation shall inure to the benefit of any member, director, officer, trustee or private person; provided, that nothing herein shall be considered as preventing any member, director, officer or trustee from receiving reasonable compensation for his services to the corporation.

5. By-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers whose names are set out below, have been duly elected.
6. The effective date of organization of the corporation shall be the date of filing with the Secretary of the Commonwealth or if later date is desired, specify date, (not more than 30 days after date of filing.)
7. The following information shall not for any purpose be treated as a permanent part of the Articles of Organization of the corporation.

a. The post office address of the initial principal office of the corporation in Massachusetts is:

P. O. Box 652, (West) Yarmouth, Massachusetts 02673
~~118 Rear Main Street West Yarmouth~~ 618 - Rear Route 28/Raymond Rd.
 West Yarmouth, Ma. 02673

b. The name, residence, and post office address of each of the initial directors and following officers of the corporation are as follows:

NAME	RESIDENCE	POST OFFICE ADDRESS
President: ... Robert E. Terry,	17 Pontes Avenue,	East Falmouth, Mass. - same
Treasurer: ... Clara Roderick,	56 Seabrook Road,	Hyannis, Mass. - same
Clerk: ... Virginia Johnson,	Blue Rock Road,	South Yarmouth, Mass. - same

Directors: (or officers having the powers of directors)

Robert E. Terry
 Clara Roderick
 Virginia Johnson

c. The date initially adopted on which the corporation's fiscal year ends is:

December 31

d. The date initially fixed in the by-laws for the annual meeting of members of the corporation is:

3rd Thursday in October

e. The name and business address of the resident agent, if any, of the corporation is:

IN WITNESS WHEREOF and under the penalties of perjury the above-named INCORPORATOR(S) sign(s) these Articles of Organization this Eighteen day of December 1974

Robert E. Terry
 Robert E. Terry

Clara Roderick
 Clara Roderick

Virginia K. Johnson
 Virginia Johnson

The signature of each incorporator which is not a natural person must be by an individual who shall show the capacity in which he acts and by signing shall represent under the penalties of perjury that he is duly authorized on its behalf to sign these Articles of Organization.

14908

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION
GENERAL LAWS, CHAPTER 180

I hereby certify that, upon an examination of the within-written articles of organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$30.00 having been paid, said articles are deemed to have been filed with me this

of *December 18th* day 19 *74*

Effective date

John F. X. Davoren
JOHN F. X. DAVOREN

Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION

CHARTER TO BE SENT TO

Fredrick B. Presbrey

HOUSING ASSISTANCE OFFICE

Box 652 W. YARMOUTH, MA

02673

FILING FEE \$30.00

CHARTER MAILED *12-26-1974*
DELIVERED *MAEC*

Barthelme Talmonth
Yarmouth
12-18-74