

Examiner

The Commonwealth of Massachusetts

Office of the Secretary of State
One Ashburton Place, Boston, MA 02108
Michael Joseph Connolly, Secretary

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.	
Deborah Chang	182 Westminster Avenue, Arlington, MA 02174
Alan McClennen	153 Claflin Street, Belmont, MA 02178
Robert Murray	153 Park Avenue Extension, Arlington, MA 02174

001000227

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 Corporation of Arlington

86-237613

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

To acquire, develop, improve, sell, manage (mortgage, remortgage) and lease affordable housing in the Town of Arlington for low and moderate income families and to provide other social and civic services to benefit low and moderate income members of society.

To purchase, lease, or in any manner to own, hold, improve and develop for any and all purposes, and sell, convey, lease, mortgage, or in any manner dispose of or deal with lands and real property and any estate or interest therein; to contract, acquire by purchase, lease, or otherwise own, operate, manage, supervise and conduct, and to sell, lease, mortgage or otherwise dispose of apartment, apartment buildings, or any other type of residential property.

- C
- P
- M
- R.A.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x 11 sheets of paper leaving a left hand margin of at least 1 inch for binding. Additions to more than one article may be continued on a single sheet so long as each article requiring each such addition is clearly indicated.

C.

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: -

N/A

- *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:-

See Attachment A

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:

Fair Housing Office
Town Hall
Arlington, MA 02174

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 Murray	153 Park Avenue Extension Arlington, MA 02174	Fair Housing Office Town Hall Arlington, MA 02174
Treasurer:	Warren Ramirez	15 Pinkham Road P.O. Box 361 Medford, MA 02155	"
Clerk:	Deborah Chang	182 Westminster Avenue Arlington, MA 02174	"

Directors: (or officers having the powers of directors)

See Attachment B.

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

June 30

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

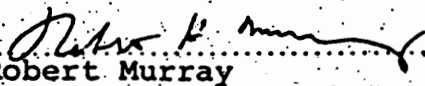
First Wednesday in October

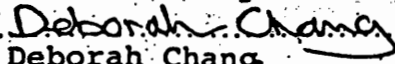
e. The name and business address of the resident agent, if any, of the corporation is:


N/A

IN WITNESS WHEREOF, and under the penalties of perjury the INCORPORATOR(S) sign(s) these Articles of Organization this 9th day of OCTOBER, 1986

I/We the below signed INCORPORATORS do hereby certify under the pains and penalties of perjury that I/We have not been convicted of any crimes relating to alcohol or gaming within the past ten years; I/We do hereby further certify that to the best of my/our knowledge the above named principal officers have not been similarly convicted. If so convicted, explain.


.....
Robert Murray


.....
Deborah Chang


.....
Alan McClennen

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.

ATTACHMENT A

1. The Corporation shall have, and may exercise in furtherance of its corporate purposes, any and all of the powers specified in Massachusetts General Laws, Chapter 156B, Section 9 (except paragraph M thereof) and the power specified in General Laws Chapter 156B, Section 9A, provided that no such power shall be exercised in a manner inconsistent with Massachusetts General Laws Chapter 180 or any other Chapter of the General Laws.

2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Two hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

3. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Probate and Family Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ATTACHMENT B

<u>Schedule of Directors</u>	<u>Residence</u>	<u>Post Office Address</u>
William Maytum	25 Ridge Street Arlington, MA 02174	Fair Housing Office Town Hall Arlington, MA 02174
Robert Monahan	8 Bristol Road Peabody, MA 01960	"
Philip Waterman	11 Ronald Road Arlington, MA 02174	"
Joan Gross	4 Wollaston Avenue Arlington, MA 02174	"
Franklin Hurd, Jr.	10 Newton Road Arlington, MA 02174	"
Sr. Winifred Behlen	100 Wildwood Avenue Arlington, MA 02174	"
Wilson Henderson	56 Falmouth Road Arlington, MA 02174	"
Alan McClennen	153 Claflin Street Belmont, MA 02178	"
Ed Tsoi	16 Devereaux Street Arlington, MA 02174	"
Warren Ramirez	15 Pinkham Road P.O. Box 361 Medford, MA 02155	"
Deborah Chang	182 Westminster Avenue Arlington, MA 02174	"
Robert Murray	153 Claflin Street Belmont, MA 02178	"

30138

SECRETARY OF THE
COMMONWEALTH

1986 OCT 10 PM 4: 05

CORPORATION DIVISION

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 *14th* day of *October* 19*86*

Effective date



MICHAEL JOSEPH CONNOLLY

Secretary of State

TO BE FILLED IN BY CORPORATION
PHOTO COPY OF ARTICLES OF ORGANIZATION TO BE SENT

TO:

Michael Eby, Esq.

Gilman, McLaughlin, Hanrahan

470 Atlantic Avenue, Boston, MA 02210

Telephone.....(617) 482-1900.....

Filing Fee \$30.00

Copy Mailed