

The Commonwealth of Massachusetts

OFFICE OF THE MASSACHUSETTS SECRETARY OF STATE

MICHAEL J. CONNOLLY, Secretary

ONE ASHBURTON PLACE, BOSTON, MASSACHUSETTS 02108

ARTICLES OF ORGANIZATION

(Under G.L. Ch. 180)

ARTICLE I

The name of the corporation is:

FRIENDS OF THE JACOB EDWARDS LIBRARY, INC.

ARTICLE II

The purpose of the corporation is to engage in the following activities:

The Friends of the Jacob Edwards Library, Inc., has as its purpose the intent to foster support for the Jacob Edwards Library in the community. This is a charitable endeavor, to receive contributions and to pay them over to an organization that is described in Section 501(c)(3) and exempt from taxation under section 501(a) of the Internal Revenue Code. The organization to be supported is the Jacob Edwards Library, a department of the Town of Southbridge, Massachusetts.

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Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8½ x 11 sheets of paper leaving a left hand margin of at least 1 inch. 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.

ARTICLE III

If the corporation has one or more classes of members, the designation of such classes, the manner of election or appointments, the duration of membership and the qualification and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

Membership in the Friends of the Jacob Edwards Library, Inc., shall consist of the following classes: Individual, Family, Patron, Life Member, and Honorary (non-voting). The membership year shall be the calendar year. Members joining during the membership year shall be credited only for the months remaining in that year. Membership dues for each year are due on or before February 1st. Each member, except honorary members, shall have one vote. Honorary Members do not vote. Issues requiring a vote to be taken at an annual meeting shall require a simple majority of voting members present to pass. The annual meeting of the membership shall be held in April of each year. A quorum for meetings shall be 10% of the current membership, excluding Honorary Members. Officers shall be nominated by a nominating committee of three appointed by the President from the voting membership. Not less than one month prior to the annual meeting, the nominating committee shall present to the executive board a slate of candidates for each office. Candidates must be voting members. After executive board approval, the names of the candidates and the offices for which they have been nominated shall be posted. At the annual meeting, nominations from the floor shall be accepted. Voting shall take place at the annual meeting and the winners announced before the membership meeting adjourns. Officers begin terms at the end of the annual meeting at which they are elected.

ARTICLE IV

• 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:

Any capital contribution of money in any amount or any other property of value shall not be repaid to any member upon dissolution of the corporation. Funds or property remaining in the holdings of this corporation upon its dissolution shall become the property of the Board of Trustees of the Jacob Edwards Library to be used for the support of the Jacob Edwards Library.

• If there are no provisions, state "None".

Note: The preceding four (4) articles are considered to be permanent and may ONLY be changed by filing appropriate Articles of Amendment.

ARTICLE V

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.

ARTICLE VI

The effective date of organization of the corporation shall be the date of filing with the Secretary of the Commonwealth or if a later date is desired, specify date, (not more than 30 days after date of filing).

The information contained in ARTICLE VII is NOT a PERMANENT part of the Articles of Organization and may be changed ONLY by filing the appropriate form provided therefor.

ARTICLE VII

- a. The post office address of the initial principal office of the corporation IN MASSACHUSETTS is: Jacob Edwards Library, 236 Main Street, Southbridge, MA 01550
- 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:	Raymond Lenti	Southbridge, MA 01550	227 Hillside Drive
Treasurer:	G. Daniel Dumas	Southbridge, MA 01550	30 Highland Street
Clerk:	Ronald Latham	Southbridge, MA 01550	250 Lebanon Hill

Directors: (or officers having the powers of directors).

NAME	RESIDENCE	POST OFFICE ADDRESS
Marcelle VanVooren	Southbridge, MA 01550	33 Elmwood Street
Paulina Dacoles	Southbridge, MA 01550	30 Rogers Street
Edgar Lewis	Southbridge, MA 01550	291 South Street
Paul Mills	Southbridge, MA 01550	P.O. Box 70 - Jacobs Road
Daniel Morrill	Southbridge, MA 01550	428 Hamilton Street


- c. The fiscal year of the corporation shall end on the last day of the month of: December

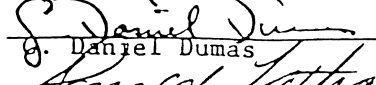
- d. The name and BUSINESS address of the RESIDENT AGENT of the corporation, if any, is:

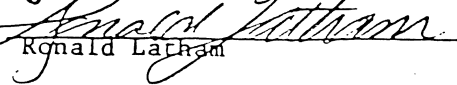
Ronald Latham, Jacob Edwards Library, 236 Main Street, Southbridge, MA 01550

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.

IN WITNESS WHEREOF and under the pains and penalties of perjury, I/WE, whose signature(s) appear below as incorporator(s) and whose names and business or residential address(es) ARE CLEARLY TYPED OR PRINTED beneath each signature do hereby associate with the intention of forming this corporation under the provisions of General Laws Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this third day of August 1989


Raymond Lenti 227 Hillside Drive, Southbridge, MA 01550


G. Daniel Dumas 30 Highland Street, Southbridge, MA 01550


Ronald Latham 250 Lebanon Hill, Southbridge, MA 01550

NOTE: If an already-existing corporation is acting as incorporator, type in the exact name of the corporation, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said corporation and the title he/she holds or other authority by which such action is taken.

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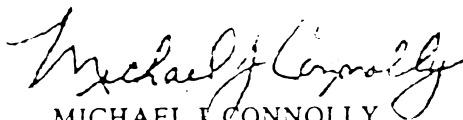
SECRETARY OF STATE
CORPORATION DIVISION

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 \$35.00 having been paid, said articles are deemed to have been filed with me this 14th day of September 1989

Effective date 23


MICHAEL J. CONNOLLY
Secretary of State

A PHOTOCOPY OF THESE ARTICLES OF ORGANIZATION SHALL BE
RETURNED

TO: Friends of the Jacob Edwards Library, Inc.

236 Main Street

Southbridge, MA 01550

Telephone: (508) 764-2544