



The Commonwealth of Massachusetts
William Francis Galvin

Minimum Fee: \$35.00

Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512
Telephone: (617) 727-9640

Special Instructions

None.

Articles of Organization
(General Laws, Chapter 180)

Federal Identification Number: 000831401

ARTICLE I

The name of the corporation is:

GREAT ISLAND HOMEOWNER'S ASSOCIATION, INC.

ARTICLE II

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

TO OPERATE, MANAGE, MAINTAIN, REPAIR, REPLACE, AND INSURE THE LIMITED COMMON AREA WITHIN THE GREAT ISLAND DISTRICT PROPERTY.

TO ENGAGE IN, TRANACT, AND CARRY ON ANY AND ALL OF THE ABOVE BUSINESS OR ANY OTHER BUSINESS OR ACTIVITY NECESSARY OR CONVENIENT FOR OR INCIDENTAL TO ANY OR ALL OF THE FOREGOING OF WHICH CAN ADVANTAGEOUSLY BE CONDUCTED IN CONNECTION THEREWITH.

ARTICLE III

A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualifications 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:

NONE.

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: *(If there are no provisions state "NONE")*

GREAT ISLAND HOMEOWNER'S ASSOCIATION, INC.

CONTINUATION SHEET 6A

PROVISIONS AS TO INTERCOMPANY DEALINGS

THE CORPORATION MAY ENTER INTO CONTRACTS OR TRANSACT BUSINESS WITH ONE OR MORE OF ITS DIRECTORS, OFFICERS, OR STOCKHOLDERS OR WITH ANY CORPORATION, ORGANIZATION OR OTHER CONCERN IN WHICH ANY ONE OR MORE OF ITS DIRECTORS OR OFFICERS ARE DIRECTORS, OFFICERS, SHAREHOLDERS OR OTHERWISE INTERESTED AND OTHER CONTRACTS OR TRANSACTIONS IN WHICH ANY ONE OR MORE OF ITS DIRECTORS, OFFICERS OR STOCKHOLDERS IS IN ANY WAY INTERESTED; AND, IN THE ABSENCE OF FRAUD, NO SUCH CONTRACT OR TRANSACTION SHALL BE INVALIDATED OR IN ANY WAYS AFFECTED BY THE FACT THAT SUCH DIRECTORS, OFFICERS OR STOCKHOLDERS OF THE CORPORATION HAVE OR MAY HAVE INTERESTS WHICH ARE OR MIGHT BE ADVERSE TO THE INTEREST OF THE CORPORATION EVEN THOUGH THE VOTE OR ACTION OF DIRECTORS OR OFFICERS HAVING SUCH ADVERSE INTERESTS MAY HAVE BEEN NECESSARY TO OBLIGATE THE CORPORATION UPON SUCH CONTRACT OR TRANSACTION. AT ANY MEETING OF THE BOARD OF DIRECTORS OF THE CORPORATION (OR ANY DULY AUTHORIZED COMMITTEE THEREOF) ANY SUCH DIRECTOR MAY VOTE OR ACT THEREAT WITH LIKE FORCE AND EFFECT AS IF HE OR SHE HAD NO SUCH INTEREST, PROVIDED, IN SUCH CASE THE NATURE OF SUCH INTEREST (THOUGH NOT NECESSARILY THE EXTENT OR DETAILS THEREOF), SHALL BE DISCLOSED OR SHALL HAVE BEEN KNOWN TO THE DIRECTORS OR A MAJORITY THEREOF. A GENERAL NOTICE THAT A DIRECTOR OR OFFICER IS INTERESTED IN ANY CORPORATION OR OTHER CONCERN OF ANY KIND REFERRED TO SHALL BE SUFFICIENT DISCLOSURE AS TO SUCH DIRECTOR OR OFFICER WITH RESPECT TO ALL CONTRACTS AND TRANSACTIONS WITH SUCH CORPORATION OR OTHER CONCERN. NO DIRECTOR SHALL BE DISQUALIFIED FROM HOLDING OFFICE AS DIRECTOR OR OFFICER OF THE CORPORATION BY REASON OF ANY SUCH ADVERSE INTERESTS, UNLESS THE INTEREST IS DETRIMENTAL TO THE CORPORATION. IN THE ABSENCE OF FRAUD, NO DIRECTOR OR OFFICER HAVING SUCH ADVERSE INTEREST SHALL BE LIABLE TO THE CORPORATION OR CREDITOR THEREOF OR TO ANY OTHER PERSON FOR ANY LOSS INCURRED BY IT UNDER OR BY REASON OF SUCH CONTRACT OR TRANSACTION NOR SHALL ANY SUCH DIRECTOR OR OFFICER BE ACCOUNTABLE FOR ANY GAINS OR PROFITS REALIZED THEREON.

THE CORPORATION MAY BE A PARTNER, LIMITED AND/OR GENERAL, IN ANY BUSINESS ENTERPRISE WHICH IT WOULD HAVE THE POWER TO CONDUCT BY ITSELF.

GREAT ISLAND HOMEOWNER'S ASSOCIATION, INC.

CONTINUATION SHEET 6B

INDEMNIFICATION OF OFFICERS AND DIRECTORS

THE CORPORATION SHALL, TO THE EXTENT LEGALLY PERMISSIBLE, INDEMNIFY EACH OF ITS DIRECTORS AND OFFICERS (INCLUDING PERSONS WHO SERVE AT ITS REQUEST AS DIRECTORS, OFFICERS AND TRUSTEES OF ANOTHER ORGANIZATION, OR WHO SERVE AT ITS REQUEST IN ANY CAPACITY WITH RESPECT TO ANY EMPLOYEE BENEFIT PLAN) AGAINST ALL LIABILITIES AND EXPENSES, INCLUDING AMOUNTS PAID IN SATISFACTION OF JUDGMENTS, IN COMPROMISE OR AS FINES AND PENALTIES, AND COUNSEL FEES, REASONABLY INCURRED BY HIM OR HER IN CONNECTION WITH DEFENSE OR DISPOSITION OF ANY ACTION, SUIT OR OTHER PROCEEDING, WHETHER CIVIL OR CRIMINAL, IN WHICH HE OR SHE MAY BE INVOLVED OR WITH WHICH HE OR SHE MAY BE THREATENED, WHILE IN OFFICE OR THEREAFTER, BY REASON OF HIS OR HER BEING OR HAVING SERVED AS A DIRECTOR OR OFFICER, EXCEPT WITH RESPECT TO ANY MATTER AS TO WHICH HE OR SHE MAY BE THREATENED, WHILE IN OFFICE OR THEREAFTER, BY REASON OF HIS OR HER BEING OR HAVING BEEN SUCH A DIRECTOR OR OFFICER, EXCEPT WITH RESPECT TO ANY MATTER AS TO WHICH HE OR SHE SHALL HAVE BEEN ADJUDICATED IN ANY PROCEEDING NOT TO HAVE ACTED IN GOOD FAITH IN THE REASONABLE BELIEF THAT HIS OR HER ACTION WAS IN THE BEST INTERESTS OF THE CORPORATION; PROVIDED, HOWEVER, THAT AS TO ANY MATTER DISPOSED OF BY A COMPROMISE PAYMENT BY SUCH DIRECTOR OR OFFICER, PURSUANT TO A CONSENT DECREE OR

OTHERWISE, NO INDEMNIFICATION EITHER FOR SAID PAYMENT OR FOR ANY OTHER EXPENSES SHALL BE PROVIDED UNLESS SUCH COMPROMISE SHALL BE APPROVED AS IN THE BEST INTERESTS OF THE CORPORATION, AFTER NOTICE THAT IT INVOLVED SUCH INDEMNIFICATION, (A) BY A MAJORITY OF THE DISINTERESTED DIRECTORS THEN IN OFFICE; OR (B) IF THERE ARE NO DISINTERESTED DIRECTORS THEN IN OFFICE, PROVIDED IN EITHER CASE THAT THERE HAS BEEN OBTAINED AN OPINION IN WRITING OF INDEPENDENT LEGAL COUNSEL APPOINTED BY A MAJORITY OF SUCH DISINTERESTED DIRECTORS OR A MAJORITY OF THE DIRECTORS, AS THE CASE MAY BE, TO THE EFFECT THAT THE INDEMNIFICATION OF SUCH DIRECTOR OR OFFICER IS NOT PROHIBITED BY LAW. THE RIGHT OF INDEMNIFICATION HEREBY PROVIDED SHALL NOT BE EXCLUSIVE OF OR AFFECT ANY OTHER RIGHTS TO WHICH ANY DIRECTOR OR OFFICER MAY BE ENTITLED. AS USED IN THIS PARAGRAPH, THE TERMS "DIRECTOR" AND "OFFICER" INCLUDE THEIR RESPECTIVE HEIRS, EXECUTORS AND ADMINISTRATORS, AND AN "INTERESTED" DIRECTOR OR OFFICER IS ONE AGAINST WHOM IN SUCH CAPACITY THE PROCEEDINGS IN QUESTION OR ANOTHER PROCEEDING ON THE SAME OR SIMILAR GROUNDS ARE THEN PENDING. NOTHING CONTAINED IN THIS INDEMNIFICATION SHALL AFFECT ANY RIGHTS TO INDEMNIFICATION TO WHICH CORPORATE PERSONNEL OTHER THAN DIRECTORS OR OFFICERS MAY BE ENTITLED BY CONTRACT OR OTHERWISE BY LAW.

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

ARTICLE V

The 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 on the following page, have been duly elected.

ARTICLE VI

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing.

Later Effective Date:

ARTICLE VII

The information contained in Article VII is not a permanent part of the Articles of Organization

a. The street address (*post office boxes are not acceptable*) of the principal office of the corporation in *Massachusetts* is:

No. and Street: 3 FOX HOLLOW

City or Town: PLYMOUTH

State: MA

Zip: 02360

Country: USA

b. The name, residential address and post office address of each director and officer is as follows:
(A president, treasurer, clerk, and at least one director are required.)

Title: TREASURER		Expiration of Term: Until successor duly elected
First Name: MATTHEW	Middle Name: R.	Last Name: COPPA
Residential Address: 3 FOX HOLLOW		
City: PLYMOUTH	State: MA	Zip: 02360
Country: USA		
Post Office Address: 3 FOX HOLLOW		
City: PLYMOUTH	State: MA	Zip: 02360
Country: USA		
Title: DIRECTOR		Expiration of Term: Until successor duly elected
First Name: JAMES	Middle Name: R.	Last Name: MCCABE
Residential Address: 3 FOX HOLLOW		
City: PLYMOUTH	State: MA	Zip: 02360
Country: USA		
Post Office Address: 3 FOX HOLLOW		
City: PLYMOUTH	State: MA	Zip: 02360
Country: USA		
Title: SECRETARY		Expiration of Term: Until successor duly elected
First Name: KELLY	Middle Name: L.	Last Name: SILVESTRO
Residential Address: 3 FOX HOLLOW		
City: PLYMOUTH	State: MA	Zip: 02360
Country: USA		
Post Office Address: 3 FOX HOLLOW		
City: PLYMOUTH	State: MA	Zip: 02360
Country: USA		
Title: DIRECTOR		Expiration of Term: Until successor duly elected
First Name: MATTHEW	Middle Name: R.	Last Name: COPPA
Residential Address: 3 FOX HOLLOW		
City: PLYMOUTH	State: MA	Zip: 02360
Country: USA		
Post Office Address: 3 FOX HOLLOW		
City: PLYMOUTH	State: MA	Zip: 02360
Country: USA		
Title: PRESIDENT		Expiration of Term: Until successor duly elected
First Name: JAMES	Middle Name: R.	Last Name: MCCABE
Residential Address: 3 FOX HOLLOW		
City: PLYMOUTH	State: MA	Zip: 02360
Country: USA		
Post Office Address: 3 FOX HOLLOW		
City: PLYMOUTH	State: MA	Zip: 02360
Country: USA		

Title: DIRECTOR		Expiration of Term: Until successor duly elected	
First Name: KELLY	Middle Name: L.	Last Name: SILVESTRO	
Residential Address: 3 FOX HOLLOW			
City: PLYMOUTH	State: MA	Zip: 02360	
Country: USA			
Post Office Address: 3 FOX HOLLOW			
City: PLYMOUTH	State: MA	Zip: 02360	
Country: USA			

b4. The name, residential and post office addresses of each shareholders, of the corporation is as follows:

Name:			
Residential Address: 3 FOX HOLLOW			
City: PLYMOUTH	State: MA	Zip: 02360	Country: USA
Name:			
Residential Address: 3 FOX HOLLOW			
City: PLYMOUTH	State: MA	Zip: 02360	Country: USA
Name:			
Residential Address: 3 FOX HOLLOW			
City: PLYMOUTH	State: MA	Zip: 02360	Country: USA
Name:			
Residential Address: 3 FOX HOLLOW			
City: PLYMOUTH	State: MA	Zip: 02360	Country: USA
Name:			
Residential Address: 3 FOX HOLLOW			
City: PLYMOUTH	State: MA	Zip: 02360	Country: USA

c. The fiscal year (i.e., tax year) of the corporation shall end on the last day of the month: December

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

Name:

No. and Street:

City or Town:

State:

Zip:

Country:

I/We, the below signed incorporator(s), 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 officers have not been similarly convicted. If so convicted, explain:

MARK B. JOHNSON

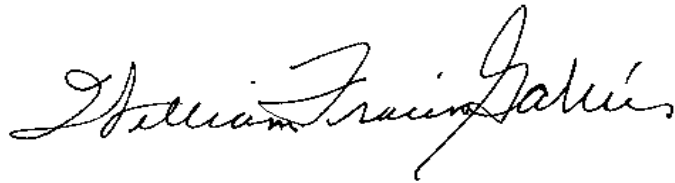
IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address(es) are beneath each signature do hereby associate with the intention of forming this corporation under the provisions of General Law, Chapter 156B and do hereby sign these Articles of Organization as incorporator(s) this [field]

(If an existing corporation is acting as incorporator, type in the exact name of the corporation, the state of 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.)

MARK B. JOHNSON

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are deemed to have been filed with me on:

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive style with a large, prominent initial "W".

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth