



The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

November 18, 2011

TO WHOM IT MAY CONCERN:

I hereby certify that according to records in this office,

SQUANNACOOK GREENWAYS, INC.

was incorporated under the General Laws of this Commonwealth on **September 15, 2011**
(Chapter 180).

I also certify that so far as appears of record here, said corporation still has legal existence.

I further certify that in **Articles of Organization** filed here **September 15, 2011**, the Officers and Directors of said corporation are listed as follows:

SEE ATTACHED



Processed By:sam

In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth



**The Commonwealth of Massachusetts
William Francis Galvin**

Minimum Fee: \$35.00

Secretary of the Commonwealth, Corporations Division
One Ashburton Place, 17th floor
Boston, MA 02108-1512
Telephone: (617) 727-9640

Articles of Organization

(General Laws, Chapter 180)

Federal Employer Identification Number: 453244076 (must be 9 digits)

ARTICLE I

The exact name of the corporation is:

SQUANNACOOK GREENWAYS, INC.

ARTICLE II

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

SQUANNACOOK GREENWAYS IS ORGANIZED EXCLUSIVELY FOR CHARITABLE AND EDUCATIONAL PURPOSES AS SPECIFIED IN SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE. THE PURPOSE IS TO BUILD, MAINTAIN, AND PROMOTE THE SQUANNACOOK RIVER RAIL TRAIL AS A SOURCE OF RECREATION AND SAFE NON-MOTORIZED TRANSPORTATION. USE OF THIS TRAIL WILL BE FREE AND OPEN TO THE PUBLIC. SQUANNACOOK GREENWAYS WILL ALSO WORK TO INTEGRATE THE SQUANNACOOK RIVER RAIL TRAIL WITH OTHER FACILITIES, SUCH AS TRAILS AND SIDEWALKS, TO ENCOURAGE HUMAN-POWERED TRANSPORTATION AND IMPROVE ACCESS TO OUR TOWN'S NATURAL AREAS.

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:

THE MEMBERSHIP PROVISIONS OF THIS CORPORATION SHALL BE STATED IN THE BYLAWS OF THIS CORPORATION.

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")

UPON THE DISSOLUTION OF THIS CORPORATION, ITS ASSETS REMAINING AFTER PAYMENT, OR PROVISION FOR PAYMENT, OF ALL DEBTS AND LIABILITIES OF THIS CORPORATION SHALL BE DISTRIBUTED FOR ONE OR MORE EXEMPT PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OR SHALL BE DISTRIBUTED TO THE FEDERAL GOVERNMENT, OR TO A STATE OR LOCAL GOVERNMENT, FOR A PUBLIC PURPOSE. NO SUBSTANTIAL PART OF THE ACTIVITIES OF THIS CORPORATION SHALL BE THE CARRYING ON OF PROPAGANDA, OR OTHERWISE ATTEMPTING TO INFLUENCE

LEGISLATION (EXCEPT AS OTHERWISE PROVIDED BY SECTION 501(H) OF THE INTERNAL REVENUE CODE), AND THIS CORPORATION SHALL NOT PARTICIPATE IN, OR INTERVENE IN (INCLUDING THE PUBLISHING OR DISTRIBUTION OF STATEMENTS), ANY POLITICAL CAMPAIGN ON BEHALF OF, OR IN OPPOSITION TO, ANY CANDIDATE FOR PUBLIC OFFICE. NO PART OF THE NET EARNINGS OF THIS CORPORATION SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO, ITS MEMBERS, DIRECTORS OR 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 OF THIS CORPORATION. NOTWITHSTANDING ANY OTHER PROVISIONS OF THESE BYLAWS, THIS CORPORATION SHALL NOT CARRY ON ANY 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 (B) BY A CORPORATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE INTERNAL REVENUE CODE.

Notes: 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.

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: 88 SOUTH HARBOR ROAD
 City or Town: TOWNSEND State: MA Zip: 01469 Country: USA

b. The name, residential street address and post office address of each director and officer of the corporation is as follows:

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code	Expiration of Term
PRESIDENT	BRUCE EASOM	435 MARTINS POND RD GROTON, MA 01450 USA 435 MARTINS POND RD GROTON, MA 01450 USA	None
TREASURER	WILLIAM RIDEOUT	88 SOUTH HARBOR RD TOWNSEND, MA 01469 USA 88 SOUTH HARBOR RD TOWNSEND, MA 01469 USA	None
CLERK	JOAN WOTKOWICZ	20 SCHOOL STREET TOWNSEND, MA 01469 USA 20 SCHOOL STREET TOWNSEND, MA 01469 USA	None
VICE PRESIDENT	PETER CUNNINGHAM	44 SMITH STREET GROTON, MA 01450 USA 44 SMITH STREET	None

DIRECTOR	PETER CARSON	GROTON, MA 01450 USA 177 CROSSWINDS DRIVE GROTON, MA 01450 USA 177 CROSSWINDS DRIVE GROTON, MA 01450 USA	None
DIRECTOR	MARK CRAM	114 TURNER ROAD TOWNSEND, MA 01469 USA 114 TURNER ROAD TOWNSEND, MA 01469 USA	None
DIRECTOR	ALFRED GADWAY	351 MAIN STREET ASHBY, MA 01431 USA 351 MAIN STREET ASHBY, MA 01431 USA	None
DIRECTOR	ROBERT HARGRAVES	21 TEMPLE DRIVE GROTON, MA 01450 USA 21 TEMPLE DRIVE GROTON, MA 01450 USA	None
DIRECTOR	RAYNOLD JACKSON	14 BLOOD ROAD TOWNSEND, MA 01469 USA 14 BLOOD ROAD TOWNSEND, MA 01469 USA	None
DIRECTOR	STEVE MEEHAN	7 FOX RUN TOWNSEND, MA 01474 USA 7 FOX RUN TOWNSEND, MA 01474 USA	None
DIRECTOR	ROLLIN WILLIS	26 BROAD MEADOW ROAD GROTON, MA 01450 USA 26 BROAD MEADOW ROAD GROTON, MA 01450 USA	None

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

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

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) beneath each signature do hereby associate with the intention of forming this business entity under the provisions of General Law, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 15 Day of September, 2011. (If an existing corporation is acting as incorporator, type in the exact name of the business entity, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said business entity and the title he/she holds or other authority by which such action is taken.)

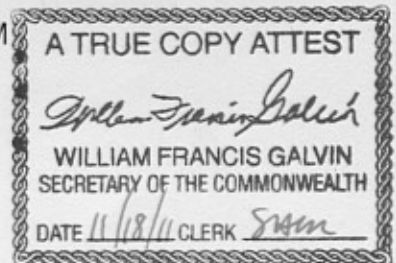
WILLIAM RIDEOUT

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:

September 15, 2011 07:44 PM



William Francis Galvin

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth