



**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)

Identification Number: 001357030

**ARTICLE I**

The exact name of the corporation is:

OCEAN BLUFF PRESERVATION ASSOCIATION, INC.

**ARTICLE II**

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

THE CORPORATION IS ORGANIZED AND SHALL BE OPERATED EXCLUSIVELY FOR CHARITABLE PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1986, AS NOW IN EFFECT OR AS MAY HEREAFTER BE AMENDED (THE "CODE"). MORE SPECIFICALLY, THE CORPORATION SHALL CONDUCT ACTIVITIES THAT PROMOTE THE PRESERVATION AND RESTORATION OF THE AREA KNOWN AS OCEAN BLUFF IN MARSHFIELD, MA, INCLUDING ITS BEACHES, REVETMENT, AND ALL INFRASTRUCTURES, AND TO PROMOTE THE GENERAL WELFARE OF THE OCEAN BLUFF COMMUNITY AND THE RESIDENTS OF MARSHFIELD, MA, ALL AS THE CORPORATION DEEMS BEST. THE CORPORATION IS AUTHORIZED TO ENGAGE GENERALLY IN ANY ACTIVITY WHICH MAY BE LAWFULLY CARRIED ON BY A CORPORATION WHICH IS ORGANIZED UNDER CHAPTER 180 OF THE LAWS OF THE COMMONWEALTH OF MASSACHUSETTS AND EXEMPT FROM FEDERAL INCOME TAX UNDER CODE SECTION 501(C)(3).

**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 CORPORATION SHALL HAVE MEMBERS AS SET FORTH IN ITS BY-LAWS.

**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")*

4.1 THE CORPORATION SHALL HAVE, AND MAY EXERCISE IN FURTHERANCE OF ITS CORPORATE PURPOSES, ALL THE POWERS SPECIFIED IN SECTION 6 OF CHAPTER 180 AND IN CHAPTER 156B OF THE MASSACHUSETTS GENERAL LAWS AS NOW IN FORCE OR AS HEREAFTER AMENDED, PROVIDED, HOWEVER, THAT NO SUCH POWER SHALL BE EXERCISED IN A MA

NNER INCONSISTENT WITH CHAPTER 180 OR ANY OTHER CHAPTER OF THE MASSACHUSETTS GENERAL LAWS OR INCONSISTENT WITH THE EXEMPTION FROM FEDERAL INCOME TAX TO WHICH THE CORPORATION SHALL BE ENTITLED UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE. 4.2 MEETINGS OF DIRECTORS MAY BE HELD ANYWHERE IN THE UNITED STATES. 4.3 NO DIRECTOR OR OFFICER OF THE CORPORATION SHALL BE PERSONALLY LIABLE TO THE CORPORATION FOR MONETARY DAMAGES FOR BREACH OF FIDUCIARY DUTY AS SUCH DIRECTOR OR OFFICER NOTWITHSTANDING ANY PROVISION OF LAW IMPOSING SUCH LIABILITY, EXCEPT TO THE EXTENT THAT SUCH EXEMPTION FROM LIABILITY IS NOT PERMITTED UNDER CHAPTER 180 OF THE MASSACHUSETTS GENERAL LAWS. 4.4 NO PART OF THE NET EARNINGS OF THE CORPORATION INURE TO THE BENEFIT OF ANY MEMBER, TRUSTEE, DIRECTOR OR OFFICER OF THE CORPORATION OR ANY PRIVATE INDIVIDUAL, EXCEPT THAT (I) REASONABLE COMPENSATION MAY BE PAID FOR SERVICES RENDERED TO OR FOR THE CORPORATION; AND (II) GIFTS, GRANTS OR CONTRIBUTIONS THAT ARE IN FURTHERANCE OF THE CORPORATION'S EXEMPT PURPOSES MAY BE MADE TO MEMBERS THAT ARE TAX- EXEMPT UNDER CODE SECTION 501(C)(3) AND NOT PRIVATE FOUNDATIONS UNDER CODE SECTION 509(A). NO MEMBER, TRUSTEE, DIRECTOR OR OFFICER OF THE CORPORATION OR ANY PRIVATE INDIVIDUAL SHALL BE ENTITLED TO SHARE IN THE DISTRIBUTION OF ANY OF THE CORPORATE ASSETS ON DISSOLUTION OF THE CORPORATION. 4.5 NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL BE CARRYING ON PROPAGANDA, OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION, EXCEPT AS OTHERWISE PROVIDED BY SECTION 501(H) OF THE CODE. THE CORPORATION SHALL NOT PARTICIPATE OR INTERVENE (INCLUDING THE PUBLICATION OR DISTRIBUTION OF STATEMENTS) IN ANY POLITICAL CAMPAIGN ON BEHALF OF OR IN OPPOSITION TO ANY CANDIDATE FOR PUBLIC OFFICE. 4.6 NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES, THE CORPORATION IS ORGANIZED EXCLUSIVELY FOR ONE OR MORE OF THE FOLLOWING PURPOSES: RELIGIOUS, CHARITABLE, SCIENTIFIC, TESTING FOR PUBLIC SAFETY, LITERARY, OR EDUCATIONAL PURPOSES, AS SPECIFIED IN SECTION 501(C)(3) OF THE CODE. THE CORPORATION SHALL NOT CARRY ON ANY ACTIVITIES NOT PERMITTED TO BE CARRIED ON (I) BY A CORPORATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE CODE, OR (II) BY A CORPORATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE CODE. 4.7 IN THE EVENT OF THE LIQUIDATION, DISSOLUTION OR WINDING UP OF THE CORPORATION, WHETHER VOLUNTARY OR INVOLUNTARY OR BY OPERATION OF LAW, ALL OF THE REMAINING ASSETS AND PROPERTY OF THE CORPORATION SHALL AFTER NECESSARY EXPENSES THEREOF BE DISTRIBUTED TO ONE OR MORE ORGANIZATIONS WHICH ARE THEN QUALIFIED UNDER SECTION 501(C)(3) OF THE CODE TO BE USED IN SUCH MANNER AS, IN THE JUDGMENT OF A COURT OF COMPETENT JURISDICTION, WILL BEST ACCOMPLISH THE GENERAL PURPOSES FOR WHICH THIS CORPORATION WAS FORMED. 4.8 THE CORPORATION MAY BE A PARTNER IN ANY BUSINESS ENTERPRISE WHICH IT WOULD HAVE POWER TO CONDUCT BY ITSELF. 4.9 PERSONS OF ANY RACE AND RELIGION AND OF EITHER SEX SHALL BE ENTITLED TO ALL THE RIGHTS, PRIVILEGES, PROGRAMS AND ACTIVITIES GENERALLY MADE AVAILABLE TO PARTICIPANTS IN THE CORPORATION, ITS PROGRAMS AND ACTIVITIES, AND THE CORPORATION SHALL NOT DISCRIMINATE ON THE BASIS OF RACE, RELIGION OR SEX IN ADMINISTERING ITS POLICIES AND PROGRAMS. 4.10 ALL REFERENCES HEREIN TO THE INTERNAL REVENUE CODE OF 1986 AND TO PROVISIONS OF THE GENERAL LAWS OF THE COMMONWEALTH OF MASSACHUSETTS SHALL INCLUDE AMENDMENTS TO THE APPLICABLE SECTIONS OF SUCH CODE AND LAWS, CORRESPONDING PROVISIONS OF FUTURE LAWS, AND APPLICABLE REGULATIONS THEREUNDER.

*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: 169 PLYMOUTH AVENUE  
City or Town: MARSHFIELD State: MA Zip: 02050 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	DANIEL FENNELLY	454 OCEAN STREET MARSHFIELD, MA 02050 USA 10 HIGHLAND CROSSING SCITUATE, MA 02066 USA	4/30/2019
TREASURER	KELLEY MACDONALD	506 OCEAN STREET MARSHFIELD, MA 02050 USA 41 LONGFELLOW ROAD WATERTOWN, MA 02472 USA	4/30/2019
CLERK	MIKE FAY	169 PLYMOUTH AVENUE MARSHFIELD, MA 02050 USA 169 PLYMOUTH AVENUE MARSHFIELD, MA 02050 USA	4/30/2019
VICE PRESIDENT	RON GILBERTSON	522 OCEAN STREET MARSHFIELD, MA 02050 USA 2062 WASHINGTON STREET CANTON, MA 02021 USA	4/30/2019
DIRECTOR	MARIA CABRAL	526 OCEAN STREET MARSHFIELD, MA 02066 USA 526 OCEAN STREET MARSHFIELD, MA 02066 USA	4/30/2019
DIRECTOR	DAVE LEAHY	556 OCEAN STREET MARSHFIELD, MA 02050 USA PO BOX 2213 OCEAN BLUFF, MA 02050 USA	4/30/2019
DIRECTOR	JOHN KING	564 OCEAN STREET MARSHFIELD, MA 02050 USA PO BOX 197 BRANT ROCK, MA 02020 USA	4/30/2019
DIRECTOR	MEAGHAN LAINER	532 OCEAN STREET MARSHFIELD, MA 02050 USA 532 OCEAN STREET MARSHFIELD, MA 02050 USA	4/30/2019

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

**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:**

DAN FENNELLY

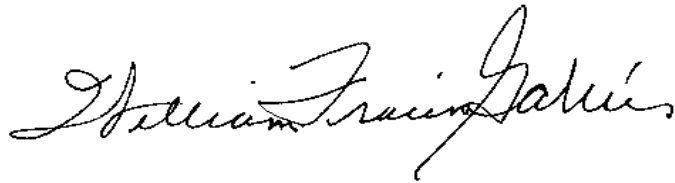
**IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address (es) beneath each signature do hereby associate with the intention of forming this business entity under the provisions of General Law, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 29 Day of November, 2018. (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.)**

DAN FENNELLF

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:

November 29, 2018 04:38 PM

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*