

The Commonwealth of Massachusetts, William Francis Galvin Corporations Division

One Ashburton Place - Floor 17, Boston MA 02108-1512 | Phone: 617-727-9640

Articles of Organization

(General Laws, Chapter 180)

Filing Fee: \$35.00

Identification Number: 001837949 (number will be assigned)

ARTICLE I

The exact name of the corporation is:

PILLINGS POND FOUNDATION, INC.

ARTICLE II

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

TO PROTECT, PRESERVE, AND IMPROVE PILLINGS POND IN LYNNFIELD, MASSACHUSETTS AS A RECREATIONAL BODY OF WATER.

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 MEMBERS OF THE CORPORATION SHALL BE DULY ELECTED DIRECTORS OF THE CORPORATION. MEMBERSHIP IN THE CORPORATION SHALL BE ASSUMED UPON ELECTION TO MEMBERSHIP BY THE BOARD OF DIRECTORS AND SHALL TERMINATE UPON AN INDIVIDUAL'S TERMINATION OF MEMBERSHIP ON THE BOARD OF DIRECTORS.

MEMBERSHIP REQUIREMENTS ARE ATTENDING AT LEAST ONE MEETING A YEAR AND PAYING ANY DUES VOTED ON BY A MAJORITY OF THE BOARD OF DIRECTORS.

BOARD OF DIRECTORS:

THE BOARD OF DIRECTORS SHALL CONSIST OF NO LESS THAN THREE TO SEVEN MEMBERS WHO ARE EXPECTED TO SERVE IN THAT CAPACITY WITHOUT REMUNERATION. DIRECTORS SHALL BE ELECTED TO THREE YEAR TERMS AND THERE IS NO TERM LIMIT ON SAID DIRECTORS. BOARD OF DIRECTORS WILL BE VOTED BY A MAJORITY OF THE MEMBERSHIP AND SHALL ORGANIZE THEMSELVES INTO THE FOLLOWING ROLES: PRESIDENT, VICE PRESIDENT, TREASURER, AND CLERK.

PRESIDENT(S)

THE PRESIDENT(S) SHALL BE THE CHIEF EXECUTIVE OFFICER OF THE CORPORATION AND SHALL PRESIDE AT MEETINGS OF THE BOARD OF DIRECTORS AT WHICH HE/SHE IS PRESENT. THE PRESIDENT(S) SHALL PERFORM SUCH OTHER DUTIES AS MAY FROM TIME TO TIME BE ASSIGNED TO HIM/HER BY THE BOARD OF DIRECTORS. IN ADDITION, THE PRESIDENT(S) SHALL BE

HAVE AND EXERCISE ALL THE PRESIDENT'S POWERS AND DUTIES. SHE/HE SHALL PERFORM ALL SUCH OTHER DUTIES AS MAY FROM TIME TO TIME BE ASSIGNED BY THE PRESIDENT OR THE BOARD OF DIRECTORS.

TREASURER

THE TREASURER SHALL HAVE CHARGE OF AND RESPONSIBILITY FOR ALL FINANCIAL DOCUMENTS AND RECORDS FOR THE FUNDS OF THE CORPORATION. DUTIES SHALL INCLUDE: A REVIEW OF CASH DISBURSEMENTS AND CASH RECEIPTS; SIGNING OF CHECKS; MONTHLY WRITTEN REPORTS OF CASH FLOW; BUDGET VS. VARIANCE; AND THE END OF THE MONTH CASH POSITION, AND A BALANCE SHEET ACCOUNTING. ALL SUCH DOCUMENTS, RECORDS AND ACCOUNTS SHALL BE KEPT AT A PLACE DESIGNATED BY THE BOARD OF DIRECTORS.

SECRETARY(S)

THE SECRETARY(S) SHALL RECORD OR CAUSE TO BE RECORDED ALL THE PROCEEDINGS OF THE BOARD IN BOOKS OR ELECTRONIC FILES KEPT FOR THAT PURPOSE. THE SECRETARY(S) SHALL PERFORM SUCH OTHER DUTIES AS MAY BE PRESCRIBED BY THE BOARD OF DIRECTORS. THE SECRETARY(S) SHALL HAVE AUTHORITY TO AFFIX THE CORPORATE SEAL OF THE CORPORATION TO ANY INSTRUMENT REQUIRING IT AND WHEN SO AFFIXED, IT MAY BE ATTESTED BY THE CLERK'S SIGNATURE. THE BOARD OF DIRECTORS MAY GIVE AUTHORITY TO ANY OTHER OFFICER TO AFFIX THE SEAL OF THE CORPORATION AND TO ATTEST THE SAME.

A DIRECTOR MAY BE REMOVED FROM THE BOARD OF DIRECTORS BY A TWO-THIRDS (2/3) VOTE OF THE DIRECTORS ENTITLED TO VOTE. SUCH ACTION SHALL BE TAKEN FOR CAUSE ONLY AFTER REASONABLE NOTICE AND OPPORTUNITY TO BE HEARD BEFORE THE BODY PROPOSING THE ACTION HAS BEEN GIVEN. ANY VACANCY SHALL BE FILLED BY AN APPOINTMENT OF A MAJORITY OF THE BOARD OF DIRECTORS.

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")

DISSOLUTION

UPON DISSOLUTION THE CORPORATION WILL COMPLY WITH MASSACHUSETTS GENERAL LAW 180 SECTION 11A. THE PAYMENT OF ITS LIABILITIES AND ANY ASSETS REMAINING SHALL BE PAID OVER AND DISTRIBUTED TO THE ORGANIZATION OR ORGANIZATIONS WHO ARE QUALIFIED AS A 501(C)(3) ORGANIZATION UNDER THE PROVISIONS OF THE INTERNAL REVENUE CODE OF 1954, AS THEN IN EFFECT, AND ENGAGED IN ACTIVITIES WHICH SUBSTANTIALLY CARRY OUT THE PURPOSE OF THE CORPORATION. THE RECOMMENDATION OF SUCH DESIGNATED ORGANIZATIONS SHALL BE MADE BY A TWO-THIRDS (2/3) MAJORITY VOTE OF THE MEMBERS DULY QUALIFIED TO VOTE.

INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY EACH OFFICER AND DIRECTOR, INCLUDING FORMER OFFICERS AND DIRECTORS, TO THE FULL EXTENT PERMITTED BY GENERAL AND BUSINESS CORPORATION LAW AND GENERAL NOT FOR PROFIT CORPORATION LAW OF THE COMMONWEALTH OF MASSACHUSETTS.

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 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 (30) days after the date of filing.

Later Effective Date (mm/dd/yyyy): 09/12/2024 Time (HH:MM) 10:00 AM

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:

Number and street: 30 MAYWOOD ROAD

Address 2:

City or town: LYNNFIELD State: MA Zip code: 01940

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

Title	Individual Name	Address	Term expires
PRESIDENT	ANTONIO SORDILLO	30 MAYWOOD DRIVE LYNNFIELD, MA 01940 USA 30 MAYWOOD DRIVE LYNNFIELD, MA 01940 USA	2027
TREASURER	BRYCE FOOTE	1 COLONIAL ROAD LYNNFIELD, MA 01940 USA 1 COLONIAL ROAD LYNNFIELD, MA 01940 USA	
CLERK	BRIAN LAST	36 ELMWOOD ROAD LYNNFIELD, MA 01940 USA 36 ELMWOOD ROAD LYNNFIELD, MA 01940 USA	
VICE PRESIDENT	BRIAN LAST	36 ELMWOOD ROAD LYNNFIELD, MA 01940 USA 36 ELMWOOD ROAD LYNNFIELD, MA 01940 USA	
DIRECTOR	ANTONIO SORDILLO	30 MAYWOOD DRIVE LYNNFIELD, MA 01940 USA 30 MAYWOOD DRIVE LYNNFIELD, MA 01940 USA	2027
DIRECTOR	BRIAN LAST	36 ELMWOOD ROAD LYNNFIELD, MA 01940 USA 36 ELMWOOD ROAD LYNNFIELD, MA 01940 USA	
DIRECTOR	BRYCE FOOTE	1 COLONIAL ROAD LYNNFIELD, MA 01940 USA 1 COLONIAL ROAD LYNNFIELD, MA 01940 USA	

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

Agent name: ANTONIO SORDILLO

Number and street: 30 MAYWOOD DRIVE

Address 2:

City or town: LYNNFIELD

State: MA

Zip code: 01940

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:

ANTONIO SORDILLO
BRIAN LAST
BRYCE FOOTE

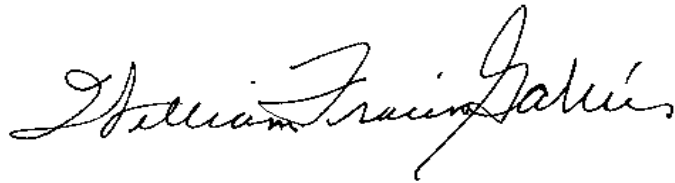
IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address(es) beneath each signature do hereby associate with the intention of forming this business entity under the provisions of General Law, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 11 Day Of September, 2024. (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.)

ANTONIO SORDILLO
BRIAN LAST
BRYCE FOOTE

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 11, 2024 01:41 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