

Filing Fee \$20.00

NONPROFIT CORPORATION

STATE OF MAINE

ARTICLES OF INCORPORATION

Pursuant to 13-B MRSA §403, the undersigned, acting as incorporator(s) of a corporation, adopt(s) the following Articles of Incorporation:

For Use By The Secretary of State

File No. ..19890438ND.

Fee Paid ..\$20.00.....

C.B. ....

Date **APR 12 1989**

3

For Use By The Secretary of State

**FILED**

March 13, 19 89

*[Signature]*  
Deputy Secretary of State

A True Copy When Attested  
By Signature

*[Signature]*  
Deputy Secretary of State

FIRST: The name of the corporation is Freeport Housing Trust, Inc.

SECOND: The corporation is organized for all purposes permitted under Title 13-B, MRSA, or, if not for all such purposes, then for the following purpose or purposes:

See attachment

THIRD: The name of its Registered Agent and address of registered office: (The Registered Agent must be a Maine resident, whose business office is identical with the registered office or a corporation, domestic or foreign, profit or nonprofit, having an office identical with such registered office.)

Name Robert Hartnett

Street & Number Box 210 Desert Road

City Freeport, Maine 04032  
(zip code)

FOURTH: The number of directors (not less than 3) constituting the initial board of directors of the corporation, if they have been designated or elected, is six

The minimum number of directors (not less than 3) shall be six and the maximum number of directors shall be fifteen. See attachment

FIFTH: Members:  There shall be no members.  
 ("X" one box only)  There shall be one or more classes of members, and the information required by §402 is as follows:

SIXTH:  (Check if this article is to apply)

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

SEVENTH:  (Check if this article is to apply. Then fill in reference number of Section 501(c)(?) in first paragraph below.)

Upon the dissolution of the Corporation or the termination of its activities, the assets of the Corporation remaining after the payment of all its liabilities shall be distributed exclusively to one or more organizations organized and operated exclusively for such purposes as shall then qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and as a charitable, religious, eleemosynary, benevolent or educational corporation within the meaning of Title 13B, of the Maine Revised Statutes as amended.

No part of the net earnings of the Corporation shall inure to the benefit of any member, director, or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in carrying out one or more of its purposes), and no member, 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.

EIGHTH: Other provisions of these articles, if any, including provisions for the regulation of the internal affairs of the corporation, and distribution of assets on dissolution or final liquidation:

See attachment

DATED: March 8, 1989

INCORPORATORS
<u>Betheda Edmonds</u> (signature) Betheda Edmonds (type or print name)
<u>Robert Hartnett</u> (signature) Robert Hartnett (type or print name)
<u>Christine B. Hastedt</u> (signature) Christine B. Hastedt (type or print name)
<u>Thomas H. Kelley</u> (signature) Thomas H. Kelley (type or print name)
<u>Annee Tara</u> (signature) Annee Tara (type or print name)
<u>John A. Nelson</u> (signature) John A. Nelson (type or print name)

ADDRESSES
Street <u>9 Inptall</u> <u>Freeport Me 04032</u> (city, state and zip code)
Street <u>Desert Road</u> <u>Freeport ME 04032</u> (city, state and zip code)
Street <u>Ringrose Rd</u> <u>Freeport, Me 04032</u> (city, state and zip code)
Street <u>RFD 1, Box 217</u> <u>Freeport, Me. 04032</u> (city, state and zip code)
Street <u>PO Box 133</u> <u>So. Freeport Me 04078</u> (city, state and zip code)
<u>Box 121, South FREEPORT</u> <u>MAINE 04078</u>

ATTACHMENT TO MAINE FORM MNPCA-6

ARTICLES OF INCORPORATION

OF

FREEPORT HOUSING TRUST

SECOND:

(a) Said Corporation is organized and will be operated exclusively for charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue Law.

(b) The specific charitable purpose of this corporation is carrying out all activities related to the facilitation and provision of decent, safe and affordable housing in Freeport, Maine for lower-income people and to improve their general standard of living and quality of life. "Lower-income people" includes those who are unable to afford decent and safe rental or homeownership opportunities without assistance.

(c) It shall also be the purpose of this corporation to apply for, obtain, and contract with any federal, state agency, local government entity, public and/or private foundations and trust for grants and loans to supplement the funds provided through donations in order to support the purposes and goals of the Corporation.

FOURTH:

The incorporators shall serve as the initial Board of Directors.

EIGHTH:

The period of the Corporation's existence is perpetual.

DOMESTIC  
NONPROFIT CORPORATION

STATE OF MAINE

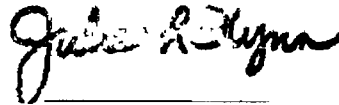
ARTICLES OF AMENDMENT

Freeport Housing Trust, Inc.

(Name of Corporation)

Minim

File No 19890438ND Pages 2  
Fee Paid \$ 20  
DCN 2061281600016 PURP  
FILED  
05/08/2006



Deputy Secretary of State

A True Copy When Attested By Signature



Deputy Secretary of State

Pursuant to 13-B MRSA §§802 and 803, the undersigned corporation executes and delivers the following Articles of Amendment:

**FIRST:** ("X" one box only )  public benefit corporation  mutual benefit corporation

**SECOND:** Describe **NATURE OF CHANGE** (i.e. change in name of corporation, purpose, number of directors, adding or deleting section or revision of section, etc ) as well as **TEXT** of amendment Attach additional pages as needed

Article Second, subparagraph (b) is deleted in its entirety and is replaced with the following.

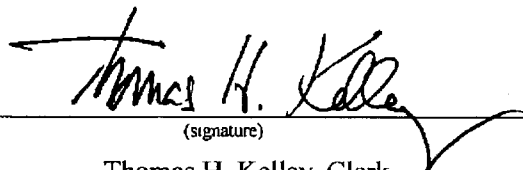
(b) The specific charitable purpose of this corporation is carrying out all activities related to the facilitation and provision of decent, safe and affordable housing for lower-income people and to improve their general standard of living and quality of life. Such activities shall be primarily and specifically focused in Freeport, Maine, provided however that such activities may take place in adjacent towns when such activities are consistent with and complementary to the corporation's Freeport focused activities. "Lower-income people" includes those who are unable to afford decent and safe rental or homeownership opportunities without assistance.

**THIRD:** ("X" one box only.) The amendment was adopted on (date) April 13, 2006 as follows:

- By the members at a meeting at which a quorum was present and the amendment received at least a majority of the votes which members were entitled to cast
- (If the Articles require more than a majority vote ) By the members at a meeting at which the amendment received at least the percentage of votes required by the Articles of Incorporation
- By the written consent of all members entitled to vote with respect thereto.
- (If no members, or none entitled to vote thereon.) By majority vote of the board of directors

**FOURTH:** The address of the registered office of the corporation in the State of Maine is \_\_\_\_\_  
38 Main Street, P.O. Box 625, Freeport, Maine 04032  
(street, city, state and zip code)

**DATED** May 2, 2006

\*By   
(signature)  
Thomas H. Kelley, Clerk  
(type or print name and capacity)

**MUST BE COMPLETED FOR VOTE  
OF MEMBERS**  
I certify that I have custody of the minutes showing  
the above action by the members  
\_\_\_\_\_  
(signature of clerk, secretary or asst secretary)

\*By \_\_\_\_\_  
(signature)  
\_\_\_\_\_  
(type or print name and capacity)

\*This document **MUST** be signed by any duly authorized officer (13-B MRSA §104.1.B)

Please remit your payment made payable to the Maine Secretary of State.

**SUBMIT COMPLETED FORMS TO: CORPORATE EXAMINING SECTION, SECRETARY OF STATE,  
101 STATE HOUSE STATION, AUGUSTA, ME 04333-0101  
FORM NO MNPCA-9 (2 of 2) Rev 9/16/2005 TEL. (207) 624-7740**