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C. B.

Date **FEB 26 1987**

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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

FILED

February 24, 19 87

Nathaniel S. Crowley
Deputy Secretary of State

A True Copy When Attested By Signature

L. Evelyn Grover
Deputy Secretary of State

FIRST: The name of the corporation is Georges River Land Trust

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 attached statement of purpose

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 of a corporation, domestic or foreign, profit or nonprofit, having an office identical with such registered office.)

Name Hubert F. O'Brien, Jr.

Street & Number P.O. Box 59

City S. Thomaston, , Maine 04858
(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 10

The minimum number of directors (not less than 3) shall be 10 and the maximum number of directors shall be 19

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:

There shall be four classes of members, Supporting, Donor, Organization and Charter Members. Each class shall have equal voting rights. The Board of Directors shall approve members by the procedures specified in the bylaws and may establish membership categories with different dues requirements. Members shall elect directors and vote upon changes to the bylaws as specified in those bylaws. Members who join before December 30, 1987 shall be Charter Members.

See Article II of Bylaws attached for further details.

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:

NONE

Dated: February 12, 1987

INCORPORATORS

ADDRESSES

Paul Cartwright
(signature)

PAUL CARTWRIGHT
(type or print name)

Leslie C. Hyde
(signature)

Leslie C. Hyde
(type or print name)

John Pincince
(signature)

JOHN PINCINCE
(type or print name)

John D. Bunger
(signature)

JOHN D. BUNGER
(type or print name)

Shirley M. Bunger
(signature)

Shirley M. BUNGER
(type or print name)

Street 13 MILL ST.

CAMDEN ME 04843
(city, state and zip code)

Street Long Cove Road

St. George Maine 04857
(city, state and zip code)

Street RTE. 131

ST. GEORGE, ME 04857
(city, state and zip code)

Street P.O. BOX 180

SPRUCE HEAD, ME 04859
(city, state and zip code)

Street P.O. Box 180

Spruce Head, ME. 04859
(city, state and zip code)

Thomas Judge

THOMAS JUDGE

John C. Van Sorosin
JOHN C. VAN SOROSIN

CHUCK PAINE

Marianne Buchler Blaisdell
MARIANNE BUEHLER BLAISDELL

Paul E. Machemer
PAUL E. MACHEMER

Anthony J. Oliveri
ANTHONY J. OLIVERI

Nancy Oliveri
Nancy Oliveri

Kathleen C. Davis
Kathleen C. Davis
Stephen G. Goodale
Stephen G. Goodale

Walter W. Eddy, Jr.
Walter W. Eddy, Jr.

Sarah S. Schellens Boyd
Sarah S. Schellens Boyd

P.O. Box 34

SAINT GEORGE, ME. 04855

Old School House, Marinerville
Tenants Harbor, ME 04860

GLENNIECE ROAD
TENANTS HBR., ME 04860

P.O. Box 191
TRIVANIS HARBOR, ME. 04860

PO Box 219
BERT CLYDE ME 04855

WESTBROOK RD
SOUTH THOMASTON, MAINE

Westbrook St -
South Thomaston, Me. 04857

Box 262
Tenants Hbr. ME 04860

Harsham Point
St George, Me. 04857

PO Box 52
Tenants Harbor, Me 04860

Glenniece Road, Box 720
Tenants Harbor 04860

William S. Cook

TENANTS HARBOR, MAINE

WILLIAM S. COOK

TENANTS HARBOR, MAINE

Eliza Couroft Bailey

P.O. Box 204

ELIZA COUROFT BAILEY

TENANTS HARBOR, MAINE 04860

SECOND:

The corporation is organized for all purposes permitted under Title 13-B, MRSA, and section 501(c)(3) of the Internal Revenue Code, or, if not for all such purposes, then for the following purpose or purposes:

1. to promote for the benefit of the general public the preservation and protection of natural resources in the state of Maine primarily, but not limited to, the towns along the St. George River and the land area comprising its watershed in the counties of Knox, Lincoln and Waldo. These resources shall include land and water resources, the plant and animal life thereon and significant scenic agricultural, natural, historic and ecological areas.

Other specific purposes of the corporation shall be:

- A. The protection of salt marshes, estuaries, wetland and other areas important for aquatic and marine life.
- B. The provision of readily accessible areas for public access to and enjoyment of the natural environment.
- C. The elimination and prevention of all environmental pollution such as air and water contamination, objectionable and excessive noise and destructive alterations of the landscape or of local ecosystems.
- D. The preservation of open spaces.
- E. The promotion and coordination of scientific study and education regarding natural resources, including teaching the necessity of preserving our natural heritage through wise stewardship.

2. To use all property held or controlled by the corporation and the net earnings thereof for the benefit of the general public and for preservation, charitable, educational, recreational, scientific or historical purposes.

3. To monitor and enforce all easements and responsibly manage property interests controlled by the corporation.

4. To accept primarily by gift, device or bequest, but also to obtain by purchase, lease or otherwise, property, and interests therein and other property, real, personal or mixed, of historic, scenic, agricultural and natural significance.