

DOMESTIC
NONPROFIT CORPORATION

STATE OF MAINE

ARTICLES OF INCORPORATION

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06/20/2005

Julie A. Higgins
Deputy Secretary of State

A True Copy When Attested By Signature

Deputy Secretary of State

Pursuant to 13-B MRSA §403, the undersigned incorporator(s) execute(s) and deliver(s) the following Articles of Incorporation:

FIRST: The name of the corporation is Chebeague Island Community Association

SECOND: ("X" one box only. Attach additional page(s) if necessary.)

The corporation is organized as a public benefit corporation for the following purpose or purposes:
(See Exhibit A)

The corporation is organized as a mutual benefit corporation for all purposes permitted under Title 13-B or, if not for all such purposes, then for the following purpose or purposes:

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

Robert Earnest

(name)

12 Rose Point Road; Chebeague Island, ME 04017

(physical location - street (not P O Box), city, state and zip code)

(mailing address if different from above)

FOURTH: The number of directors (not less than 3) constituting the initial board of directors of the corporation, if the number has been designated or if the initial directors have been chosen, is attached as Exhibit B

The minimum number of directors (not less than 3) shall be seven (7) and the maximum number of directors shall be fifteen (15)

FIFTH: Members ("X" one box only)

There shall be no members.

There shall be one or more classes of members and the information required by 13-B MRSA §402 is attached. as Exhibit C.

FORM NO MNPCA-6 (1 of 2)

SIXTH: (Optional) (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: (Optional) (Check if this article is to apply.)

Other provisions of these articles including provisions for the regulation of the internal affairs of the corporation, distribution of assets on dissolution or final liquidation and the requirements of the Internal Revenue Code section 501(c) are set out in Exhibit D attached hereto and made a part hereof

Incorporators

Mabel K. Doughty
(signature)

Mabel Doughty
(type or print name)

Mark A. Dyer
(signature)

Mark Dyer
(type or print name)

Beverly Johnson
(signature)

Beverly Johnson
(type or print name)

For Corporate Incorporators*

Name of Corporate Incorporator _____

By _____
(signature of officer)

(type or print name and capacity)

DATED June 18, 2005

Street 23 Bennett Cove Road
(residence address)

Chebeague Island, ME 04017
(city, state and zip code)

Street 232 North Road
(residence address)

Chebeague Island, ME 04017
(city, state and zip code)

Street 14 Soule Road
(residence address)

Chebeague Island, ME 04017
(city, state and zip code)

Street _____
(principal business location)

(city, state and zip code)

Acceptance of Appointment of Registered Agent

The undersigned hereby accepts the appointment as registered agent for the above-named domestic nonprofit corporation

DATED June 18, 2005

Robert Earnest
(signature of registered agent)

Robert Earnest
(type or print name)

Note If the registered agent does not sign this form, Form MNPCA-18 (13-B MRSA §304.3) must accompany this document.

***Articles are to be executed as follows:**

If a corporation is an incorporator (13-B MRSA §401), the name of the corporation should be typed or printed and signed on its behalf by an officer of the corporation. The articles of incorporation must be accompanied by a certificate of an appropriate officer of the corporation, not the person signing the articles, certifying that the person executing the articles on behalf of the corporation was duly authorized to do so.

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-6 (2 of 2) Rev. 8/1/2004

TEL. (207) 624-7740

Chebeague Island Community Association Exhibit A to Articles of Incorporation

PURPOSE

SECOND This benevolent, charitable and eleemosynary institution has been organized and is incorporated as a public benefit corporation pursuant to the Maine Nonprofit Corporation Act and shall be operated exclusively for charitable or educational purposes within the meaning of §501(c)(3) of the U.S. Internal Revenue Code of 1986 (the "Code") as the same may be amended from time to time. Within these purposes, the purposes of the Corporation shall include (without limitation) the assistance of local, county and state governments, whose jurisdictions include the islands and portions of islands in Casco Bay, Maine, that are (on the date of filing of these Articles of Incorporation) within the political boundaries of the Town of Cumberland, Maine, and Maine School Administrative District No. 51, by studying and recommending regional policies directed at the solution of community problems that impact residents of geographically isolated islands and thereby lessen the burdens of government. In furtherance hereof, but not by way of limitation, the Corporation shall be organized and operated for the following purposes:

A. To promote the common good and general community welfare of all the people residing on the aforementioned islands of Casco Bay and to ensure the survival and viability of Great Chebeague Island as a year-round community.

B. To relate specific governance proposals to the quality of life on the aforementioned islands as a unique coastal community and inform decision-makers concerning the impact of such proposals on the sustainability of jobs in the local economy in general, and the fishing industry in particular, which draw people to island living;

C. To promote the interests of residents of the aforementioned island communities as users of such services as public safety, public education, public health and recreation, public transportation and other public services, where the peculiar circumstances of island living are an important factor.

D. To promote the availability of such public services and programs as may encourage and support island living for residents of the aforementioned island communities, and

E. To do everything necessary, proper, advisable or convenient for the accomplishment of the foregoing purposes, and to do all other things incidental to them, or connected with them, that are not forbidden by law, these Articles of Incorporation, or the Corporate Bylaws, provided, however, that the Corporation shall not engage in any transaction, or do or permit any act or omission, which shall operate to deprive it of its tax exempt status as a Corporation described in §501(c)(3) of the Code.

**Chebeague Island Community Association
Exhibit B to Articles of Incorporation**

INITIAL DIRECTORS

FOURTH: There will be twelve directors constituting the initial board of directors of the corporation. They are

Donna Colbeth
Mabel Doughty
Mark Dyer
Robert Earnest
Beverly Johnson
Phil Jordan
Ester Knight
Herb Maine
Jeff Putnam
David Stevens
Carol White
John Wilson

Chebeague Island Community Association Exhibit C to Articles of Incorporation

MEMBERS

- FIFTH:** There shall be one class of members of the Corporation. The members shall consist of residents of the islands specified in the purpose of the Corporation and other interested persons who have been admitted to Membership in the Corporation in accordance with the provisions of its Corporate Bylaws. The Members shall have the following voting rights:
- A. The election and removal of Directors as well as any change in the number of Directors constituting the Board of Directors within the limitations prescribed in these Articles of Incorporation
 - B. Establishment of the amount of membership dues to be charged by the Corporation
 - C. The amendment, restatement, or modification of the Articles of Incorporation or Bylaws of the Corporation whether proposed or recommended by the Directors or upon motion of the members
 - D. The approval of the sale, or other disposition, but not the mortgage or pledge, of all, or substantially all, of the assets and property of the Corporation, the dissolution of the Corporation, or its merger with or consolidation into another corporation
 - E. Any other matter that the Directors vote to submit to the Members

**Chebeague Island Community Association
Exhibit D to Articles of Incorporation**

DISSOLUTION

SEVENTH All the assets and income of the Corporation shall be used exclusively for its charitable, or educational purposes and no part thereof shall inure to the benefit of any member, director, officer, or private individual, provided, however, that nothing contained herein shall be construed to prevent the payment or reimbursement by the Corporation of salaries and expenses of its Officers and employees

If this Corporation be dissolved or its legal existence terminated, either voluntarily or involuntarily, or upon final liquidation of the Corporation, none of its assets shall inure to the benefit of any member, director, officer, or private individual, and all of its assets remaining after payment of all of its liabilities shall be distributed by affirmative vote of the Directors exclusively to one or more nonprofit organization or organizations having similar aims and objects as those of the Corporation and which may be selected as an appropriate recipient of such assets by the Directors, as long as such organization, or each of such organizations, shall then qualify as an organization exempt from federal income taxation under §501(a) of the U S Internal Revenue Code of 1986 as amended (the "Code") as an organization described in §501(c)(3) of such Code, and as a "public benefit corporation" within the meaning of the Maine Nonprofit Corporation Act

In the event the assets of the Corporation are not so distributed, said assets shall be distributed by a court of competent jurisdiction in the county where the principal office of the Corporation is located to a non-profit organization or organizations having similar aims and objects as the Corporation and which may be selected as an appropriate recipient of such assets as long as such organization, or each of such organizations, shall then qualify as an organization exempt from federal income taxation under §501(a) of the Code as an organization described in §501(c)(3) of such Code, and as a "Public benefit corporation" within the meaning of the Maine Nonprofit Corporation Act