



**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)

**Federal Employer Identification Number:** 001033478 (must be 9 digits)

**ARTICLE I**

The exact name of the corporation is:

RADCLIFFE CHORAL SOCIETY FOUNDATION, INC.

**ARTICLE II**

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

THE PURPOSE OF THE CORPORATION IS TO ENGAGE IN THE FOLLOWING BUSINESS ACTIVITIES: 1. THIS CORPORATION IS ORGANIZED EXCLUSIVELY FOR CHARITABLE AND EDUCATIONAL ACTIVITIES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, INCLUDING, WITHOUT LIMITATION: A. TO ASSIST THE WORK OF THE RADCLIFFE CHORAL SOCIETY IN ALL WAYS WHICH ARE DEEMED PROPER BY THE CORPORATION AND WHICH ARE IN FURTHERANCE OF CHARITABLE AND EDUCATIONAL PURPOSES. B. TO PROMOTE AND ENCOURAGE THE COMPOSITION, STUDY, AND PERFORMANCE OF WOMEN'S CHORAL MUSIC OF HIGH ARTISTIC STANDARDS IN THE UNITED STATES OF AMERICA. C. TO PROMOTE AND ENCOURAGE DEEPER INTERNATIONAL UNDERSTANDING THROUGH THE MEDIUM OF PERSONAL AND RECORDED PERFORMANCE ABROAD OF WOMEN'S CHORAL MUSIC OF HIGH ARTISTIC STANDARDS. D. TO CONTRIBUTE FROM TIME TO TIME TO ESTABLISHED MUSICAL ORGANIZATIONS, INCLUDING UNIVERSITY OR SCHOOL CHORAL GROUPS, AND TO OTHER ORGANIZATIONS TO PROMOTE AND ENCOURAGE THE PERFORMANCE OF WOMEN'S CHORAL MUSIC. E. TO PROMOTE AND ENCOURAGE RESEARCH IN THE FIELD OF WOMEN'S CHORAL MUSIC AND ALLIED FIELDS; AND TO ASSIST LECTURERS, TEACHERS, AND STUDENTS THROUGH GRANTS-IN-AID, SCHOLARSHIPS, LOANS AND PRIZES. F. TO PUBLISH AND DISSEMINATE, BUT NOT FOR PROFIT, MUSICAL SCORES, ARTICLES, BOOKS, PAMPHLETS, MUSICAL RECORDINGS, AND OTHER MATERIALS RELATING TO CHORAL MUSIC. G. TO OBTAIN AND MAINTAIN FACILITIES IN FURTHERANCE OF ANY OF THE FOREGOING OBJECTS AND PURPOSES, INCLUDING THE PURCHASE, LEASE OR CONSTRUCTION OF SUITABLE PHYSICAL FACILITIES SUCH AS A LIBRARY, OFFICES, OR A CONCERT HALL FOR THE PERFORMANCE OF CHORAL AND OTHER MUSIC. H. TO SERVE AS A NETWORK AND RESOURCE TO THE MEMBERS AND FORMER MEMBERS OF THE RADCLIFFE CHORAL SOCIETY, SPECIFICALLY THROUGH THE PRESERVATION OF THE RICH HISTORY OF THE ORGANIZATION, AND THROUGH TAKING SUCH SPECIFIC ACTIONS AS ORGANIZING ALUMNAE GATHERINGS AND COMMUNICATING WITH ALUMNAE VIA REGULAR NEWSLETTERS. THE CORPORATION IS FORMED EXCLUSIVELY FOR LITERARY, EDUCATIONAL AND CHARITABLE PURPOSES WITHIN THE MEANING OF INTERNAL REVENUE CODE SECTION 501(C)(3) AND NO PORTION OF THE PROPERTY OF THE CORPORATION OR INCOME THEREFROM NOR ANY NET EARNINGS OF THE CORPORATION SHALL INURE DIRECTLY OR INDIRECTLY TO THE BENEFIT OF THE

MEMBERS OF THE CORPORATION OR ANY PRIVATE INDIVIDUAL. FURTHERMORE, NOTHING HEREIN CONTAINED SHALL BE CONSTRUED TO AUTHORIZE THE CORPORATION TO ORGANIZE, ESTABLISH, MANAGE OR OPERATE A SCHOOL, COLLEGE, UNIVERSITY, MUSEUM, OR ANY OTHER DEGREE GRANTING INSTITUTION. 2. THIS CORPORATION MAY CARRY ON ANY OTHER ACTIVITY IN SUPPORT OF AND TO BENEFIT THE ABOVE PURPOSES AS MAY BE CARRIED ON BY A CORPORATION DESCRIBED IN SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE AND ORGANIZED UNDER CHAPTER 180 OF THE MASSACHUSETTS GENERAL LAWS.

### 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:

THESE DETAILS ARE SET FORTH IN THE BY-LAWS OF THE CORPORATION.

### 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")*

(A) POWERS. SUBJECT TO ALL LIMITATIONS SET FORTH IN, OR REFERRED TO BY, OTHER PROVISIONS OF THE ARTICLES, THIS CORPORATION SHALL HAVE, AND MAY EXERCISE IN FURTHERANCE OF ITS CORPORATE PURPOSES, (1) ALL OF THE POWERS SPECIFIED IN SECTION 6 OF CHAPTER 180 AND SECTIONS 9 AND 9A OF CHAPTER 156B OF THE MASSACHUSETTS GENERAL LAWS AS AMENDED FROM TIME TO TIME, EXCEPT THOSE POWERS REFERRED TO IN PARAGRAPH (M) OF SECTION 9 WHICH DO NOT APPLY TO CHARITABLE CORPORATIONS, AND (2) ALL OTHER LAWFUL POWERS NECESSARY OR CONVENIENT TO EFFECT ANY OR ALL OF THE PURPOSES FOR WHICH THE CORPORATION WAS FORMED; PROVIDED ALWAYS THAT NO SUCH POWER SHALL BE EXERCISED IN A MANNER INCONSISTENT WITH (I) CHAPTER 180 OR ANY OTHER CHAPTER OF THE MASSACHUSETTS GENERAL LAWS, OR (II) THE CORPORATION'S EXEMPTION FROM TAXATION UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED (THE "INTERNAL REVENUE CODE"). (B) TAX EXEMPTION. NO PART OF THE ASSETS OR NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF OR BE DISTRIBUTABLE TO ANY DIRECTOR OR OFFICER OF THE CORPORATION OR ANY OTHER PRIVATE INDIVIDUAL, OR ANY ORGANIZATION ORGANIZED AND OPERATED FOR A PROFIT (EXCEPT THAT THE CORPORATION SHALL BE AUTHORIZED AND EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF ITS PURPOSES AS STATED ABOVE); NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL BE THE CARRYING ON OF PROPAGANDA, OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION, EXCEPT TO THE EXTENT PERMITTED BY SECTION 501(H) OF THE INTERNAL REVENUE CODE; AND THE CORPORATION SHALL NOT PARTICIPATE IN OR INTERVENE IN (INCLUDING THE PUBLISHING OR DISTRIBUTION OF STATEMENTS REGARDING) ANY POLITICAL CAMPAIGN ON BEHALF OF (OR IN OPPOSITION TO) ANY CANDIDATE FOR PUBLIC OFFICE. NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES, THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON (A) BY A CORPORATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE, OR (B) BY A CORPORATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING

SECTION OF ANY FUTURE FEDERAL TAX CODE. IT IS INTENDED THAT THE CORPORATION SHALL BE ENTITLED TO EXEMPTION FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE. (C) PRIVATE FOUNDATION RESTRICTIONS. IF AND FOR SO LONG AS THE CORPORATION IS A PRIVATE FOUNDATION (AS THAT TERM IS DEFINED IN SECTION 509 OF THE INTERNAL REVENUE CODE), AND NOTWITHSTANDING ANY OTHER PROVISIONS OF THESE ARTICLES OR BY-LAWS OF THE CORPORATION, THE FOLLOWING PROVISIONS SHALL APPLY: 1. THE INCOME OF THE CORPORATION FOR EACH TAXABLE YEAR SHALL BE DISTRIBUTED AT SUCH TIME AND IN SUCH MANNER AS NOT TO SUBJECT THE CORPORATION TO THE TAX ON UNDISTRIBUTED INCOME IMPOSED BY SECTION 4942 OF THE INTERNAL REVENUE CODE; AND 2. THE CORPORATION SHALL NOT ENGAGE IN ANY ACT OF SELF-DEALING (AS DEFINED IN SECTION 4941(D) OF THE INTERNAL REVENUE CODE), NOR RETAIN ANY EXCESS BUSINESS HOLDINGS (AS DEFINED IN SECTION 4943(C) OF THE INTERNAL REVENUE CODE), NOR MAKE ANY INVESTMENTS IN SUCH MANNER AS TO SUBJECT THE CORPORATION TO TAX UNDER SECTION 4944 OF THE INTERNAL REVENUE CODE, NOR MAKE ANY TAXABLE EXPENDITURES (AS DEFINED IN SECTION 4945(D) OF THE INTERNAL REVENUE CODE). (D) DISSOLUTION. THIS CORPORATION MAY BE DISSOLVED PURSUANT TO CHAPTER 180, SECTION 11A. UPON THE LIQUIDATION OR DISSOLUTION OF THE CORPORATION, AFTER PAYMENT OF ALL THE LIABILITIES OF THE CORPORATION OR DUE PROVISION THEREFORE, ALL OF THE ASSETS OF THE CORPORATION SHALL BE DISTRIBUTED PURSUANT TO CHAPTER 180, SECTION 11A, TO ONE OR MORE ORGANIZATIONS WITH SIMILAR PURPOSES AND EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, OR SHALL BE DISTRIBUTED TO THE FEDERAL GOVERNMENT, OR TO A STATE OR LOCAL GOVERNMENT, FOR A PUBLIC PURPOSE, AS DETERMINED BY THE DIRECTORS OF THE CORPORATION. ANY SUCH ASSETS NOT SO DISPOSED OF SHALL BE DISPOSED OF BY THE SUPREME JUDICIAL COURT, EXCLUSIVELY FOR SUCH PURPOSES OR TO SUCH ORGANIZATION OR ORGANIZATIONS, AS SAID COURT SHALL DETERMINE, WHICH ARE ORGANIZED AND OPERATED EXCLUSIVELY FOR SUCH PURPOSES. (E) NON-DISCRIMINATION. IN ADMINISTERING ITS PROGRAMS AND ACTIVITIES, THE CORPORATION SHALL NOT DISCRIMINATE ON THE BASIS OF NATIONALITY, ETHNICITY, GENDER, SEXUAL ORIENTATION, RACE, OR RELIGION. (F) MEETINGS ANYWHERE IN THE UNITED STATES. EXCEPT AS OTHERWISE SPECIFICALLY PROVIDED BY THE BY-LAWS OF THE CORPORATION, MEETINGS OF THE MEMBERS, IF ANY, AND THE DIRECTORS OR THE CORPORATION MAY BE HELD ANYWHERE IN THE UNITED STATES. (G) AMENDMENT OF THE BY-LAWS AND ARTICLES OF ORGANIZATION BY DIRECTORS. THE DIRECTORS OF THE CORPORATION MAY MAKE, AMEND OR REPEAL THE BY-LAWS OF THE CORPORATION IN WHOLE OR IN PART. THESE ARTICLES MAY BE AMENDED OR RESTATED BY THE DIRECTORS. (H) INDEMNIFICATION. EXCEPT AS OTHERWISE PROVIDED BELOW, THE CORPORATION SHALL, TO THE EXTENT LEGALLY PERMISSIBLE, AND ONLY TO THE EXTENT THAT THE STATUS OF THE CORPORATION AS AN ORGANIZATION EXEMPT UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE IS NOT ADVERSELY AFFECTED THEREBY, INDEMNIFY EACH PERSON WHO IS, OR SHALL HAVE BEEN, A DIRECTOR OR OFFICER OF THE CORPORATION, OR WHO SERVES AT ITS REQUEST AS A DIRECTOR OR OFFICER OF ANOTHER ORGANIZATION OR IN A CAPACITY WITH RESPECT TO ANY EMPLOYEE BENEFIT PLAN (EACH SUCH PERSON BEING HEREIN CALLED A "PERSON"), AGAINST ALL LIABILITIES AND EXPENSES (INCLUDING JUDGMENTS, FINES, PENALTIES AND REASONABLE ATTORNEYS' FEES AND ALL AMOUNTS PAID, OTHER THAN TO THE CORPORATION, IN COMPROMISE OR SETTLEMENT) IMPOSED UPON OR INCURRED BY SUCH PERSON IN CONNECTION WITH THE DEFENSE OR DISPOSITION OF ANY ACTION, SUIT OR OTHER PROCEEDING, WHETHER CIVIL OR CRIMINAL, IN WHICH S/HE MAY BE A DEFENDANT OR WITH WHICH S/HE MAY BE THREATENED OR OTHERWISE INVOLVED, DIRECTLY OR INDIRECTLY, BY REASON OF HER OR HIS BEING OR HAVING BEEN SUCH A PERSON. THE CORPORATION SHALL PROVIDE NO INDEMNIFICATION WITH RESPECT TO ANY MATTER AS TO WHICH SUCH PERSON SHALL BE FINALLY ADJUDICATED IN ANY ACTION, SUIT OR PROCEEDING NOT TO HAVE ACTED IN

GOOD FAITH IN THE REASONABLE BELIEF THAT HIS/HER ACTION WAS IN THE BEST INTERESTS OF THE CORPORATION. ANY PERSON WHO AT THE REQUEST OF THE CORPORATION SERVES ANOTHER ORGANIZATION OR EMPLOYEE BENEFIT PLAN IN ONE OR MORE OF THE ABOVE INDICATED CAPACITIES AND WHO SHALL BE FINALLY ADJUDICATED NOT TO HAVE ACTED IN GOOD FAITH IN THE REASONABLE BELIEF THAT HIS/HER ACTION WAS IN THE BEST INTEREST OF SUCH OTHER ORGANIZATION OR IN THE BEST INTEREST OF THE PARTICIPANTS OR BENEFICIARIES OF SUCH EMPLOYEE BENEFIT PLAN SHALL BE DEEMED NOT TO HAVE ACTED IN SUCH MANNER WITH RESPECT TO THE CORPORATION. THE CORPORATION SHALL PROVIDE NO INDEMNIFICATION WITH RESPECT TO ANY MATTER SETTLED OR COMPROMISED, PURSUANT TO A CONSENT DECREE OR OTHERWISE, UNLESS SUCH SETTLEMENT OR COMPROMISE SHALL HAVE BEEN APPROVED AS IN THE BEST INTERESTS OF THE CORPORATION, AFTER NOTICE THAT INDEMNIFICATION IS INVOLVED, BY (1) A DISINTERESTED MAJORITY OF THE BOARD OF DIRECTORS, OR (2) IF THERE ARE NO DISINTERESTED DIRECTORS, BY INDEPENDENT LEGAL COUNSEL REPRESENTING THE CORPORATION AND APPOINTED BY A MAJORITY OF THE DIRECTORS THEN IN OFFICE. INDEMNIFICATION MAY INCLUDE PAYMENT BY THE CORPORATION OF EXPENSES IN DEFENDING A CIVIL OR CRIMINAL ACTION OR PROCEEDING IN ADVANCE OF THE FINAL DISPOSITION OF SUCH ACTION OR PROCEEDING UPON RECEIPT OF AN UNDERTAKING BY SUCH PERSON TO REPAY SUCH PAYMENT IF IT IS ULTIMATELY DETERMINED THAT SUCH PERSON IS NOT ENTITLED TO INDEMNIFICATION UNDER SECTION 6 OF CHAPTER 180 OF THE MASSACHUSETTS GENERAL LAWS OR PURSUANT TO THE PROVISIONS OF THE PRECEDING PARAGRAPH. SUCH AN UNDERTAKING MAY BE ACCEPTED WITHOUT REFERENCE TO THE FINANCIAL ABILITY OF SUCH PERSON TO MAKE REPAYMENT. AS USED IN THIS ARTICLE 4(H), THE TERMS "DIRECTOR" AND "OFFICER" INCLUDE THEIR RESPECTIVE HEIRS, EXECUTORS, ADMINISTRATORS AND LEGAL REPRESENTATIVES, AND AN "INTERESTED" DIRECTOR OR OFFICER IS ONE AGAINST WHOM IN SUCH CAPACITY THE PROCEEDING IN QUESTION OR ANOTHER PROCEEDING ON THE SAME OR SIMILAR GROUNDS IS THEN PENDING. THE RIGHT OF INDEMNIFICATION PROVIDED IN THIS ARTICLE 4(H) SHALL NOT BE EXCLUSIVE OF OR AFFECT ANY OTHER RIGHTS TO WHICH ANY DIRECTOR OR OFFICER MAY BE ENTITLED UNDER ANY AGREEMENT, STATUTE OR OTHERWISE. THE CORPORATION'S OBLIGATION TO PROVIDE INDEMNIFICATION UNDER THIS ARTICLE SHALL BE OFFSET TO THE EXTENT OF ANY OTHER SOURCE OF INDEMNIFICATION OR ANY OTHERWISE APPLICABLE INSURANCE COVERAGE UNDER A POLICY MAINTAINED BY THE CORPORATION OR ANY OTHER PERSON (IF ANY). NOTHING CONTAINED IN THIS ARTICLE 4(H) SHALL AFFECT ANY RIGHTS TO WHICH CORPORATE PERSONNEL OTHER THAN DIRECTORS OR OFFICERS MAY BE ENTITLED BY CONTRACT OR OTHERWISE. (I) INTERESTED DIRECTORS AND OFFICERS. THE DIRECTORS SHALL SERVE WITHOUT COMPENSATION. HOWEVER, PURSUANT TO A POLICY ADOPTED BY THE BOARD OF DIRECTORS, THE DIRECTORS MAY RECEIVE REIMBURSEMENT FOR REASONABLE OUT-OF-POCKET EXPENSES INCURRED IN THEIR PERFORMANCE OF THEIR DUTIES AS DIRECTORS OF THE CORPORATION. NO CONTRACT OR TRANSACTION BETWEEN THE CORPORATION AND ONE OR MORE OF ITS DIRECTORS OR OFFICERS, OR BETWEEN THE CORPORATION AND ANY OTHER CORPORATION, PARTNERSHIP, ASSOCIATION, OR OTHER ORGANIZATION IN WHICH ONE OR MORE OF ITS DIRECTORS OR OFFICERS ARE DIRECTORS OR OFFICERS, OR HAVE A FINANCIAL OR OTHER INTEREST, SHALL BE VOID OR VOIDABLE SOLELY FOR SUCH REASON, OR SOLELY BECAUSE SUCH DIRECTOR OR OFFICER IS PRESENT AT OR PARTICIPATES IN THE MEETING OF THE BOARD OF DIRECTORS OR A COMMITTEE THEREOF WHICH AUTHORIZES THE CONTRACT OR TRANSACTION, OR SOLELY BECAUSE HIS, HER OR THEIR VOTES ARE COUNTED FOR SUCH A PURPOSE, NOR SHALL ANY DIRECTOR OF OFFICER BE UNDER ANY LIABILITY TO THE CORPORATION ON ACCOUNT OF ANY SUCH CONTRACT OR TRANSACTION IF SUCH CONTRACT OR TRANSACTION IS APPROVED IN ACCORDANCE WITH THE CORPORATION'S CONFLICT OF INTEREST POLICY. (J) EXCULPATION; NO PERSONAL LIABILITY. NO DIRECTOR OR OFFICER SHALL BE PERSONALLY LIABLE TO THE CORPORATION FOR MONETARY DAMAGES FOR BREACH OF

FIDUCIARY DUTY AS A DIRECTOR OR OFFICER NOTWITHSTANDING ANY PROVISION OF LAW IMPOSING SUCH LIABILITY; PROVIDED, HOWEVER, THAT THE LIABILITY OF A DIRECTOR OR OFFICER, TO THE EXTENT THAT SUCH LIABILITY IS IMPOSED BY APPLICABLE LAW, SHALL NOT BE ELIMINATED (1) FOR ANY BREACH OF THE DIRECTOR'S OR OFFICER'S DUTY OF LOYALTY TO THE CORPORATION, (2) FOR ACTS OR OMISSIONS NOT IN GOOD FAITH OR WHICH INVOLVE INTENTIONAL MISCONDUCT OR A KNOWING VIOLATION OF LAW, OR (3) FOR ANY TRANSACTION FROM WHICH THE DIRECTOR OR OFFICER DERIVED AN IMPROPER PERSONAL BENEFIT. THE DIRECTORS AND THE OFFICERS OF THE CORPORATION SHALL NOT BE PERSONALLY LIABLE FOR ANY DEBT, LIABILITY OR OBLIGATION OF THE CORPORATION. ALL PERSONS, CORPORATIONS OR OTHER ENTITIES EXTENDING CREDIT TO, CONTRACTING WITH, OR HAVING ANY CLAIM AGAINST, THE CORPORATION, MAY LOOK ONLY TO THE FUNDS AND PROPERTY OF THE CORPORATION FOR THE PAYMENT OF ANY SUCH CONTRACT OR CLAIM, OR FOR THE PAYMENT OF ANY DEBT, DAMAGES, JUDGMENT OR DECREE, OR OF ANY MONEY THAT MAY OTHERWISE BECOME DUE OR PAYABLE TO THEM FROM THE CORPORATION. NO AMENDMENT OR REPEAL OF THIS SUBSECTION (J) SHALL DEPRIVE A DIRECTOR OR OFFICER OF THIS BENEFIT FOR ACTS OR OMISSIONS PRIOR TO SUCH AMENDMENT OR REPEAL. (K) SUCCESSOR PROVISIONS. ALL REFERENCES (1) TO THE INTERNAL REVENUE CODE SHALL BE DEEMED TO REFER TO THE INTERNAL REVENUE CODE OF 1986, AS NOW IN FORCE OR HEREAFTER AMENDED; (2) TO THE GENERAL LAWS OF THE COMMONWEALTH OF MASSACHUSETTS, OR ANY CHAPTER THEREOF, SHALL BE DEEMED TO REFER TO SUCH GENERAL LAWS OR CHAPTER AS NOW IN FORCE OR HEREAFTER AMENDED; AND (3) THE PARTICULAR SECTIONS OF THE INTERNAL REVENUE CODE OR SUCH GENERAL LAWS SHALL BE DEEMED TO REFER TO SIMILAR OR SUCCESSOR PROVISIONS HEREAFTER ADOPTED.

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: HOLDEN CHAPEL  
HARVARD UNIVERSITY  
City or Town: CAMBRIDGE State: MA Zip: 02138 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	JENNIFER WOLAHAN	20 ELM STREET #1 SOMERVILLE, MA 02143 USA	06/04/11

		20 ELM STREET #1 SOMERVILLE, MA 02143 USA	
TREASURER	ELIZABETH BEDELL	385 HURON AVENUE #2 CAMBRIDGE, MA 02138 USA 385 HURON AVENUE #2 CAMBRIDGE, MA 02138 USA	06/04/11
CLERK	LAUREN ROLLER	20 ELM STREET #1 SOMERVILLE, MA 02143 USA 20 ELM STREET #1 SOMERVILLE, MA 02143 USA	06/04/11
VICE PRESIDENT	DEEPA DHUME	472 BROADWAY #5 CAMBRIDGE, MA 02138 USA 472 BROADWAY #5 CAMBRIDGE, MA 02138 USA	06/04/11
VICE PRESIDENT	MARIANNE COOK	195 MT AUBURN STREET CAMBRIDGE, MA 02138 USA 195 MT AUBURN STREET CAMBRIDGE, MA 02138 USA	06/04/11
DIRECTOR	ELIZABETH BEDELL	385 HURON AVENUE #2 CAMBRIDGE, MA 02138 USA 385 HURON AVENUE #2 CAMBRIDGE, MA 02138 USA	06/04/11
DIRECTOR	LAUREN ROLLER	20 ELM STREET #1 SOMERVILLE, MA 02143 USA 20 ELM STREET #1 SOMERVILLE, MA 02143 USA	06/04/11
DIRECTOR	CARA FERRENTINO	341 SUMMER STREET #2 SOMERVILLE, MA 02144 USA 341 SUMMER ST #2 SOMERVILLE, MA 02144 USA	06/04/11
DIRECTOR	DEEPA DHUME	472 BROADWAY #5 CAMBRIDGE, MA 02138 USA 472 BROADWAY #5 CAMBRIDGE, MA 02138 USA	06/04/11
DIRECTOR	MARIANNE COOK	195 MT AUBURN STREET CAMBRIDGE, MA 02138 USA 195 MT AUBURN STREET CAMBRIDGE, MA 02138 USA	06/04/11

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

**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:**

**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 30 Day of July, 2010. (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.)*

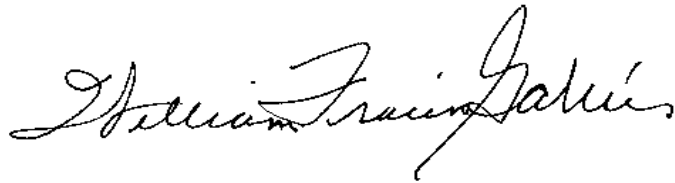
CARA FERRENTINO HOLDEN CHAPEL HARVARD UNIVERSITY CAMBRIDGE, MA 02138

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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:

July 30, 2010 04:50 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*