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FILED 04 26 1990 ARTI

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:

Fee Paid . \$20.00
C. B.
Date <b>MAY 2 1990</b>
4

For Use By The Secretary of State
<b>FILED</b>
April 26, 1990
<i>Randy Cooper</i>
Deputy Secretary of State
A True Copy When Attested By Signature
Deputy Secretary of State

FIRST: The name of the corporation is Androscoggin Valley Views Association

SECOND: The corporation is organized for all purposes permitted under Title 13-B, MRSA, or, if ~~not for all purposes~~ ~~permitted under Title 13-B, MRSA, or, if not for all purposes~~

including but not limited to, purposes permitted under Title 13-B M.R.S.A. §201.1C and the following additional purposes (see attached Exhibit A).

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 Michael J. O'Donnell

Street & Number 61 Main Street

City Bethel, Maine 04217  
(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 \_\_\_\_\_

The minimum number of directors (not less than 3) shall be three (3) and the maximum number of directors shall be six (6)

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:

(see attached Exhibit B)

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)( ) 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:

Dated: 4/23/90

INCORPORATORS

x *David A. Head*  
(signature)  
David A. Head  
(type or print name)  
(signature)  
(type or print name)  
(signature)  
(type or print name)  
(signature)  
(type or print name)  
(signature)  
(type or print name)

ADDRESSES

Street Old County Road  
West Bethel, Maine 04286  
(city, state and zip code)  
Street  
(city, state and zip code)  
Street  
(city, state and zip code)  
Street  
(city, state and zip code)  
Street  
(city, state and zip code)

ANDROSCOGGIN VALLEY VIEWS ASSOCIATION

EXHIBIT A

To establish an Association of lot owners for the ownership, maintenance and control of the common areas, roadways and easements, if any, in Androscoggin Valley Views, a subdivision located in Gilead, Maine (which as it currently exists or as it shall be subsequently enlarged from time to time shall be hereinafter called the "subdivision"), until such time as such roads and easements shall be accepted by the Town as public ways.

In addition to all the powers, authority and responsibilities granted to or imposed upon this Association by the laws of the State of Maine, all of which this Association shall have, this Association shall have the following specific powers to the fullest extent permitted by law:

To levy and collect assessments and other charges against member jointly and severally as lot owners so as to maintain (i) the common areas, road and walking easements in the Subdivision and (ii) the Property; to purchase, sell, or otherwise convey, maintain, repair, replace and restore real and personal property; to pledge and mortgage property of the Association; to grant easements for utilities and services; to take title to additional property including property for recreational purposes; to appoint agents, to hire employees, and to make contracts; to promulgate rules and regulations for the member of the Association; and generally to do any and all lawful acts necessary or convenient for the fulfillment of the foregoing purposes and to exercise all powers and purposes permitted under Title 13-B of the Maine Revised Statutes of 1964, as amended.

This Association is not organized for profit and no property or profit hereof shall inure to the benefit of any person, partnership or corporation except in furtherance of the nonprofit making purposes of the Association.

ANDROSCOGGIN VALLEY VIEWS ASSOCIATION

EXHIBIT B

There shall be two classes of members. One class shall be "regular members" with full voting rights, and they shall consist of all of the lot owners of the Subdivision. The other class, which shall consist of members who own lots outside the Subdivision but which have rights to easements in the Subdivision, shall be "Outside Members" who may have voting powers in matters pertaining to the road and to the rights of ways existing in the subdivision. Outside member shall be permitted membership in the Association only by vote of a majority of the regular members.

Except as otherwise provided, membership shall not be transferable. The membership of owners of each Lot shall terminate upon a sale, transfer or other disposition other than by mortgage, of the ownership interest of such owners in said Lot, and thereupon the membership and any interest in this Association shall automatically transfer to and be vested in the next owner or owners succeeding to such ownership interest. It shall be the obligation of the new owner(s) to forward to the Association a certified copy of the deed into new owner(s) is/are the proper voting party(ies). Said certified copy can be obtained at the Oxford County Registry of Deeds after the deed has been recorded. The Association may, but shall not be required to, issue certificates or other evidence of membership therein.