

State of Maine



Department of the Secretary of State

I, the Secretary of State of Maine, certify that according to the provisions of the Constitution and Laws of the State of Maine, the Department of the Secretary of State is the legal custodian of the Great Seal of the State of Maine which is hereunto affixed and that the paper to which this is attached is a true copy from the records of this Department.

In testimony whereof, I have caused the Great Seal of the State of Maine to be hereunto affixed. Given under my hand at Augusta, Maine, this sixth day of July 2011.



A handwritten signature in black ink, reading "Charles E. Summers, Jr.", written over a horizontal line.

Charles E. Summers, Jr.
Secretary of State

File No. 19900349ND
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NONPROFIT CORPORATION

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STATE OF MAINE

Alan R. ...
Secretary of State
AGENT

ARTICLES OF INCORPORATION

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

FIRST: The name of the corporation is Francis Small
Heritage Trust, Inc.

SECOND: The corporation is organized exclusively for
charitable, educational, and scientific purposes
within the meaning of Section 501(c)(3) of the
Internal Revenue Code and Title 13-B of the Maine
Revised Statutes. The nature of the activities to
be conducted and the purposes to be promoted or
carried out by the corporation are as follows:

(a) The receipt and administration of property and
funds for the promotion of conservation and preserv-
ation of the natural resources primarily in, but
not limited to, the Towns of Cornish, Limerick and
Limington, County of York, state of Maine for the
benefit of the general public, including land and
water resources, plant and animal life, and areas
of scenic, agricultural, ecological or educational
significance therein;

(b) In conformity with the purposes set forth in
this paragraph, the corporation shall accept by
gift, devise or bequest, but may also obtain by
purchase, lease, or otherwise, property and
interests therein, including, but not limited to,
developmental rights therein, and other property,
real, personal or mixed, of historic, scenic,
agricultural and natural significance. Other
specific purposes of the corporation shall be to
maintain open space and preserves for wildlife and
plant life, protect appropriate uses such as
logging, farming and other compatible commercial
activities within specified areas and adjacent
areas, engage in and promote scientific study and
education regarding natural resources, to demon-
strate and teach the necessity of preserving our
natural heritage by conservation and preservation
so that future generations may enjoy it, and to
protect and promote the utilization of properties
for hunting, fishing, hiking, cross country skiing
and other compatible uses.

- THIRD:** The corporation shall be authorized to acquire by gift, devise, bequest, lease, purchase or otherwise, real and personal property both tangible and intangible, and interests therein, with or without restriction of use, in accordance with the corporate purposes; to hold for investment or in trust and, where not otherwise restricted or prohibited, to sell, lease, mortgage, encumber or dispose of any such real estate, personal property or other proper evidence of indebtedness of any person, firm, partnership, association or corporation for the benefit solely of this corporation, and not for pecuniary profit.
- FOURTH:** 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.
- FIFTH:** The foregoing enumeration of specific powers shall not be deemed to be exclusive, and in general the Corporation shall have the power to do all things incidental, necessary or convenient to the carrying out of its general aims and as permitted by the laws of the State of Maine, as amended from time to time, and Section 501 (c) (3) of the Internal Revenue Code, as amended.
- SIXTH:** This Corporation shall exist in perpetuity, but in the event of 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 13-B, of the Maine Revised Statutes as amended.
- Any Corporation succeeding to title to property or interest in property of the Francis Small Heritage Trust shall be required to conform to those restrictions or limitations of use applicable thereto, and shall administer such properties in a manner compatible with the general purposes of the Francis Small Heritage Trust, insofar as this may be accomplished.

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.

SEVENTH: The name of the Corporation's Registered Agent and address of the registered office is as follows:

R. John Wuesthoff, Esq.
1268 Congress Street
Portland, ME 04102

EIGHTH: The number of directors constituting the initial Board of Directors of the Corporation shall be 11. The Board of Directors shall be composed of 6 elected directors and the five officers of the Corporation, the President, 2 Vice Presidents, a Secretary and a Treasurer.

The minimum number of directors shall be six (6) and the maximum number of directors shall be eighteen (18).

NINTH: The corporation shall have one class of membership with equal voting rights. Membership is subject to approval by the Board of Directors under procedures specified in the By-laws. The Board of Directors may establish membership categories with different dues requirements. Each member has one vote at annual and special meetings of the members, for election of directors (from whom officers are chosen), for approval of amendments to by-laws and approving certain transfers of real estate; members are equally entitled to all benefits and privileges voted by directors.

Dated: January 30, 1990

INCORPORATORS

Sherwood Libby
Sherwood Libby

Thomas K. Sisson
Thomas K. Sisson

ADDRESSES

HCR 70 Box 315
Limington, ME 04049

P. O. Box 414
Limerick, ME 04048