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William M. Gardner
Secretary of State

STATE OF NEW HAMPSHIRE
ARTICLES OF AGREEMENT
OF
BEARCAMP POND ASSOCIATION
A NEW HAMPSHIRE NON-PROFIT CORPORATION

THE UNDERSIGNED, BEING ALL PERSONS OF LAWFUL AGE, ASSOCIATE UNDER THE PROVISIONS OF THE NEW HAMPSHIRE REVISED STATUTES, ANNOTATED CHAPTER 292 BY THE FOLLOWING:

ARTICLE I
NAME

The name of the corporation shall be The Bearcamp Pond Association.

ARTICLE II
PURPOSES

Said corporation is organized exclusively for the purpose of the preservation the natural beauty of Bearcamp Pond, a 167 acre pond located in Carroll County in the Town of Sandwich, NH, and the surrounding vicinity, beaches, wetlands, woodlands and the pre-inlet, inlet, and outlet of the Bearcamp River. This is the same purpose that the informal Bearcamp Pond Association adopted in 1956 when it was founded. This purpose shall be accomplished by 1) the continued monitoring and testing of water quality, currently, through the State of NH DES VLAP program, 2) working cooperatively with other organizations which promote policies and activities that assure responsible stewardship of Bearcamp Pond, such as, the Loon Preservation Committee and NH Lakes Association, 3) engaging in activities consistent with that responsible stewardship, including, advocating the interests of the Association before legislative bodies and 4) providing the Bearcamp Pond community with information and resources pertinent to the purposes of the association. This includes the purpose of making distributions to such organizations whose purposes are consistent with and benefit the purpose of the Bearcamp Pond Association. Such organizations must qualify as exempt organizations under Section 501(c)(3) of the Code, or corresponding section of any future federal tax code.

ARTICLE III
PLACE OF BUSINESS

The address at which the business of this corporation is to be carried on is PO Box 262, Sandwich, NH 03227.

ARTICLE IV
BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by the Board of Directors, the initial members of which shall consist of the five (5) incorporators and such other persons as may be chosen by them, all in accordance with the Corporation's Bylaws and in a manner not inconsistent with these Articles of Agreement, the Code, and with the provisions of RSA 292, as amended.

ARTICLE V
MEMBERSHIP

Person(s) or entity(s) who or which support the stated purposes of the Association may become a Member upon application and the payment of the annual dues and will be considered a member in good standing and shall be entitled to one vote to elect members of the Board of Directors, when such elections are held at the Annual Meeting of Association Members, and on any matters properly brought before the membership by the Board of Directors

ARTICLE VI
DISSOLUTION

The provisions for the disposition of the corporate assets in the event of dissolution are: Upon the dissolution of the corporation, assets shall be distributed for one or more organizations whose purposes are to promote policies and activities that assure responsible stewardship of natural beauty and resources and which qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code or to the State of New Hampshire or the Town of Sandwich, New Hampshire in trust for Bearcamp Pond and its environs.

State of New Hampshire
Form NP 1 - Articles of Agreement 2 Page(s)



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**ARTICLE VII
LIABILITY OF TRUSTEES OR OFFICERS**

The Directors and Officers of the corporation shall not be personally liable for any debt, liability, or obligation of the Corporation so long as those directors or officers do not breach their duty of loyalty, act in bad faith, intentionally violate the law, or derive improper benefits from the activities of the Corporation.

**ARTICLE VIII
GENERAL PROVISIONS**

- 1 No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 the purposes set forth in ARTICLE II hereof.
- 2 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 publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- 3 Notwithstanding any other provisions 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 Code, or 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 Code, or corresponding section of any future federal tax code.

**ARTICLE IX
AMENDMENTS**

These articles of the Corporation may be amended, or repealed, as a valid act of the Corporation at any meeting of the Board of Directors provided that 1) written notice of the general nature of the proposed changes shall be specified in the notice of the meeting, 2) the written notice shall be emailed and/or mailed at least five days prior to the meeting date, and 3) provided no such action shall be taken, if that action would, in any way, adversely affect the Corporation's qualifications under Section 501(c)(3) of the Code or be contrary to the explicit purposes of the Association, as stated previously.

**ARTICLE X
INCORPORATORS**

The signatures and post office addresses of each of the persons associating together to form the corporation are set forth below:

Signature and Name	Post Office Address
Signature: <i>Linda A. DeMaso</i> Name (please print): LINDA A. DEMASO	118 PARTRIDGE Hill RD. CTR. SANDWICH, NH 03227
Signature: <i>Jage Sohler</i> Name (please print): Jage Sohler	170 Partridge Hill Rd. Ctr. Sandwich, NH 03227
Signature: <i>Gail A. Colozzi</i> Name (please print): Gail A. Colozzi	7 MATTHEW DR SALEM NH 03079
Signature: <i>F.H. Phillips</i> Name (please print): F.H. PHILLIPS	171 PARTRIDGE Hill RD. CTR. SANDWICH, NH 03227
Signature: <i>Mary W. Hillsgrove</i> Name (please print): Mary W. Hillsgrove	287 Middle Rd. N. Sandwich, NH 03259