

FILED

SEP 20 2001

WILLIAM M. GARDNER
NEW HAMPSHIRE
SECRETARY OF STATEARTICLES OF INCORPORATION
OF

FREEDOM HILL COOPERATIVE, INC.

THE UNDERSIGNED, ACTING AS INCORPORATORS OF A CORPORATION UNDER THE NEW HAMPSHIRE CONSUMERS' COOPERATIVE ASSOCIATION ACT, ADOPT THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is FREEDOM HILL COOPERATIVE, INC.

SECOND: The period of its duration is perpetual.

THIRD: The corporation is empowered to transact any and all lawful business for which corporations may be incorporated under RSA 301-A, with all of the powers conferred upon it as specified in RSA 301-A:4 and RSA 293-A:3.02, with the principal purpose for which the corporation is organized is to purchase, develop, and operate a manufactured housing park, and participate in other cooperative businesses, for the benefit of the residents of the park on a non-profit basis.

FOURTH: No shares shall be issued by the corporation; nor shall any member come to control more than fifteen percent (15%) of the capital of the corporation.

FIFTH: Membership in the cooperative shall be limited to households which are residents of the manufactured housing park owned by the corporation. Membership shall be available without any social, political, racial, or religious discrimination, and without any discrimination based upon age, sex, handicap, or marital status.

SIXTH: Each member household shall have one and only one vote.

SEVENTH: The property rights of all member households shall be equal.

EIGHT: Upon dissolution, the undistributed surplus and assets of the corporation shall be distributed to member households pursuant to RSA 301-A:33, with any balance not eligible for distribution to member households to be given to another cooperative or to a non-profit corporation, the contribution to which are tax deductible under the then current Internal Revenue Service Regulations.

NINTH: The number of directors constituting the initial board of directors is seven, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME AND POSITION (President, etc.)	ADDRESS
1. <u>Sheila Finch</u> Pres.	<u>16 Chestnut Circle</u>
2. <u>Richard Bushnell</u> V.Pres	<u>10 Chestnut Circle</u>
3. <u>Chris Clasby</u> Treas.	<u>21 Redwood Rd.</u>
4. <u>Laurie Palmer</u> Sec'y	<u>20 Dogwood Terrace</u>
5. <u>Gayle Palmer Baird</u> Asst. Treas	<u>18 Pine Ridge Rd.</u>
6. <u>Donna Odde</u> Asst. Sec'y.	<u>11 Willow Terrace</u>
7. <u>Walter Owen</u> Operations	<u>7 Pine Ridge Rd.</u>

TENTH: The principal place of business shall be Loudon, New Hampshire, with a mailing address of Pine Ridge Estates, Loudon, New Hampshire, 03307.

ELEVENTH: The by-laws of the corporation may be adopted, amended, or repealed only by a majority vote of the member households.

TWELFTH: The name and address of each incorporator is:

NAME (Sign on line, print underneath)	ADDRESS
1. <u>Sheila Finch</u> Sheila Finch	<u>16 Chestnut Cir Loudon</u>
2. <u>Kevin Hayes</u> Kevin Hayes	<u>7 Redwood Rd, Loudon</u>
3. <u>Laurie Palmer</u> Laurie Palmer	<u>20 Dogwood Terrace Loudon</u>
4. <u>Richard Bushnell</u> Richard Bushnell	<u>10 Chestnut Circle Loudon</u>
5. <u>Donna M Odde</u> Donna Odde	<u>11 Willow Terrace Loudon</u>
6. <u>Kimberly H. Mitchell</u> Kim Mitchell	<u>15 Pine Ridge Road Loudon</u>

7. Gayle Baird 18 Pine Ridge Rd London
 Gail Baird (GAYLE BAIRD)
8. Chris Clasby 21 Redwood Rd. London
 Chris Clasby
9. Walter E. Owen
 Walter Owen 7 Pine Ridge Rd London, NH 03307
10. Peter Bartlett 4 Elm Park London, N.H. 03307
 Peter Bartlett (alt)
11. Ron Trott 8 Redwood Rd. London
 Ron Trott
12. Marion Lieberman 7 Dowwood Terrace London
 Marion Lieberman
13. Gail Bailey 10 Willow Terrace London NH 03307
 Gail Bailey (alt)

DATED Sept. 16, 2001