



The Commonwealth of Massachusetts
William Francis Galvin

Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512
Telephone: (617) 727-9640

Special Instructions

Articles of Organization
(General Laws, Chapter 180)

Federal Identification Number: 270461112

ARTICLE I

The name of the corporation is:
CO-ACT INC

ARTICLE II

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

CO-ACT, INC. DEVELOPS AND EMPOWERS SUSTAINABLE COMMUNITIES THROUGH NETWORKING, SHARING KNOWLEDGE, AND CO-ACTING WITH OUR NEIGHBORS.
CO-ACT, INC. SUPPORTS THE DEVELOPMENT OF GRASSROOTS COMMUNITIES WITH A SPIRIT OF CARE, RESPECT, AND LOVE FOR ONE ANOTHER; TAKES COLLABORATIVE ACTIONS AND MAKES STRATEGIC PLANS THAT STRENGTHEN OUR LOCAL COMMUNITIES AND GENERATES PROSPERITY AND WELL-BEING; NETWORKS ACTIVITIES FOR COMMUNITY SELF SUFFICIENCY LOCALLY AND NATIONALLY TO CREATE A WEB OF STRENGTH, INFORMATION AND REFORM.
CO-ACT MANAGES AND SUPPORTS COMMUNITY INITIATIVES THAT INCREASE COOPERATION, RELIEVE POVERTY AND HUNGER, LOCAL AGRICULTURE, ALTERNATIVE ENERGY, AFFORDABLE HOUSING, PUBLIC TRANSPORTATION. AND IMPROVE THE ENVIRONMENT. CO-ACT ALSO PROVIDES SERVICES ASSOCIATED WITH IMPLEMENTING THESE INITIATIVES.
CO-ACT CONDUCTS RESEARCH, ASSESSMENTS, SEMINARS AND OTHER EDUCATIONAL ACTIVITIES AND DISSEMINATES ITS RESEARCH TO ITS MEMBERS AND THE COMMUNITY.
CO-ACT FOSTERS THE DEVELOPMENT OF OTHER NOT FOR PROFIT AND FOR PROFIT ENTERPRISES THAT SUPPORTS
ARTICLE II.

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:

CO-ACT'S MEMBERSHIP IS OPEN TO ANYONE WHO SUPPORTS ARTICLE II AND ATTENDS THE MEETINGS OF THE COMPANY. AFTER ATTENDING NINE MEETINGS ONE IS OFFICIALLY A BOARD MEMBER OF CO-ACT AND MAINTAINING MEMBERSHIP REQUIRES ATTENDING 2/3'S OF THE MEETINGS HELD SINCE BECOMING A MEMBER. THE MEMBERS IN GOOD STANDING CONSTITUTE THE BOARD OF DIRECTORS AND ELECT THE EXECUTIVE COMMITTEE. THE EXECUTIVE COMMITTEE CONSISTS OF THE PRESIDENTR, TREASURER AND CLERK. THE EXECUTIVE COMMITTEE MEMBERS SERVE ONE YEAR TERMS AND MAY BE RE-ELECTED ANNUALLY INDEFINITELY. AT A REGULARLY SCHEDULED MEETING AT LEAST ONE MONTH, BUT NOT MORE THAN THREE MONTHS, PRIOR TO THE ANNUAL BOARD MEETING, NOMINATIONS FOR THE EXECUTIVE COMMITTEE WILL BE MADE AND ACCEPTED, TO CONSTITUTE THE SLATE TO BE VOTED ON AT THE ANNUAL BOARD MEETING. ONLY MEMBERS IN GOOD STANDING ATTENDING THE ANNUAL BOARD MEETING MAY VOTE. THE BALLOT SHALL BE AN INSTANT RUNOFF BALLOT ONE EACH FOR THE PRESIDENT, TREASURER, AND CLERK, AND THE VOTES ARE BY RAISED HANDS AND SHALL BE COUNTED AT THE ANNUAL BOARD MEETING AND THE RESULTS ANNOUNCED AND IMPLEMENTED. AT EACH MEETING ATTENDANCE IS NOTED AND THESE RECORDS ARE THE BASIS FOR DETERMINING WHO IS AND WHO IS NO LONGER A MEMBER ENTITLED TO VOTE AT THE ANNUAL BOARD MEETING. OTHER CLASSES AND FORMS OF MEMBERSHIP WITH OR WITHOUT VOTING RIGHTS MAY BE FORMED BY A SIMPLE MAJORITY VOTE OF THE EXECUTIVE COMMITTEE. THE AFFAIRS OF THE COMPANY ARE CONDUCTED BY THE EXECUTIVE COMMITTEE WHICH MAY HIRE STAFF AND DETERMINE THEIR COMPENSATION, AND ORGANIZE VOLUNTEERS WHO SERVE COMMUNITY INITIATIVES.

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")*

IN THE EVENT OF DISSOLUTION ANY NET ASSETS WILL BE DISTRIBUTED TO ONE OR MORE NOT FOR PROFIT ORGANISATIONS IN THE BERKSHIRES. THE COMPANY SHALL HAVE ALL THE POWERS GRANTED BY MASSACHUSETTS GENERAL LAW, CHAPTER 180

Note: 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.

Later Effective Date:

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: 52 MAPLE HILL RD

City or Town: W STOCKBRIDGE **State:** MA **Zip:** 01266 **Country:** USA

b. The name, residential address and post office address of each director and officer is as follows:
(A president, treasurer, clerk, and at least one director are required.)

Title: DIRECTOR **Expiration of Term:** June 2010

First Name: JOHN **Middle Name:** G **Last Name:** ROOT

Residential Address: 135 JUG END ROAD

City: GREAT BARRINGTON **State:** MA **Zip:** 01230

Country: USA

Post Office Address: 135 JUG END ROAD

City: GREAT BARRINGTON **State:** MA **Zip:** 01230

Country: USA

Title: CLERK **Expiration of Term:** June 2010

First Name: JOHN **Middle Name:** G **Last Name:** ROOT

Residential Address: 135 JUG END ROAD

City: GREAT BARRINGTON **State:** MA **Zip:** 01230

Country: USA

Post Office Address: 135 JUG END ROAD

City: GREAT BARRINGTON **State:** MA **Zip:** 01230

Country: USA

Title: DIRECTOR **Expiration of Term:** June 2010

First Name: ROBERT **Middle Name:** **Last Name:** FEUER

Residential Address: 42 PROSPECT HILL RD

City: STOCKBRIDGE **State:** MA **Zip:** 01262

Country: USA

Post Office Address: 42 PROSPECT HILL RD

City: STOCKBRIDGE **State:** MA **Zip:** 01262

Country: USA

Title: PRESIDENT **Expiration of Term:** June 2010

First Name: PAUL **Middle Name:** **Last Name:** DESLAURIERS

Residential Address: 52 MAPLE HILL RD

City: W STOCKBRIDGE **State:** MA **Zip:** 01266

Country: USA

Post Office Address: 52 MAPLE HILL RD

City: W STOCKBRIDGE **State:** MA **Zip:** 01266

Country: USA

Title: TREASURER **Expiration of Term:** June 2010

First Name: ROBERT **Middle Name:** **Last Name:** FEUER

Residential Address: 42 PROSPECT HILL RD

City: STOCKBRIDGE **State:** MA **Zip:** 01262

Country: USA

Post Office Address: 42 PROSPECT HILL RD

City: STOCKBRIDGE **State:** MA **Zip:** 01262

Country: USA

Title: DIRECTOR		Expiration of Term: June 2010	
First Name: PAUL	Middle Name:	Last Name: DESLAURIERS	
Residential Address: 52 MAPLE HILL RD			
City: W STOCKBRIDGE	State: MA	Zip: 01266	
Country: USA			
Post Office Address: 52 MAPLE HILL RD			
City: W STOCKBRIDGE	State: MA	Zip: 01266	
Country: USA			

c. The fiscal year (i.e., tax year) of the corporation shall end on the last day of the month of: June

d. The name and business address of the resident agent, if any, of the corporation 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) are beneath each signature do hereby associate with the intention of forming this corporation under the provisions of General Law, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 30 Day of June, 2009

(If an existing corporation is acting as incorporator, type in the exact name of the corporation, the state of other jurisdiction where it was incorporated, the name of the person signing on behalf of said corporation and the title he/she holds or other authority by which such action is taken.)

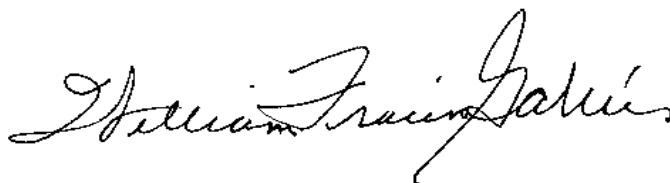
JOHN G ROOT JR

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:

June 30, 2009 3:31 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