

STATE OF NEW HAMPSHIRE

Filing fee: \$ 25.00
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 Total fees \$ 85.00
 Use black print or type.
 Leave 1" margins both sides.

Form No. 11
 RSA 293-A:54

FILED

APR 24 1984

NEW HAMPSHIRE
 SECRETARY OF STATE

ARTICLES OF INCORPORATION
 OF
WINDSOR POND CORP.

THE UNDERSIGNED, ACTING AS INCORPORATOR(S) OF A CORPORATION UNDER THE NEW HAMPSHIRE BUSINESS CORPORATION ACT, ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION FOR SUCH CORPORATION:

FIRST: The name of the corporation is Windsor Pond Corp. (Note 1)

SECOND: The period of its duration if such period is other than perpetual: perpetual

THIRD: The corporation is empowered to transact any and all lawful business for which corporations may be incorporated under RSA 293-A and the principal purpose or purposes for which the corporation is organized are:

(a) To conduct a general business of real estate acquisition, investment, development, construction, and sale, dealing in and with all kinds of interests in various types of realty within and outside of the State of New Hampshire;

(b) To enter into contracts, syndicates, joint ventures, and other types of enterprises for the development, reconstruction, repair, or other improvement either of undeveloped land or of existing buildings or other construction on land owned;

(c) To acquire, hold, manage, and dispose of ownership, leasehold, tenancy, easement or profit, and license interests in all kinds of realty, including waterfront, or wet land, suburban and urban tracts, and development leases for residential, industrial, commercial, conservation or recreation, agricultural, waterfront, or other types of development, and including condominium and other types of partial, joint, common, or shareholder interests;

(d) To hold realty for investment, as rental property or under any kind of franchise, license, or arrangement, including cooperative ownership, or under any kind of leasing or tenancy arrangement and to grant to others on any terms participating share interests in any such investment holding;

(e) To own, supervise, or participate in construction, repair, maintenance, management, development, or improvement business, including general contracting in any of these fields, and to participate in any kind of joint or cooperative management of such business;

[if more space is needed, attach additional sheet(s)]

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THIRD: Paragraph (cont.)

(f) To carry on a realty sales business, selling on its own account or as broker or agent for others, and to obtain and hold licenses to engage in a real estate brokerage business;

(g) To do or cause to be done any and all acts and things necessary, desirable, convenient, or incidental to the consummation and accomplishment of any and all of the purposes and business of the corporation; and

(h) In general, to carry on, conduct and operate any or all of the business of the corporation as principal, agent or contractor and to do and carry on any other lawful business or venture, by itself or in conjunction with others, incidental to or in connection with the foregoing; to have and exercise all of the powers, rights and benefits conferred by the laws of the State of New Hampshire upon corporations formed under the laws of the State of New Hampshire; and to do any or all of the things hereinbefore set forth to the same extent as natural persons could or might do in their own right.

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FOURTH: Approval, license or permit from another New Hampshire agency, board or commission required prior to receiving a Certificate of Incorporation from the Secretary of State, has been obtained from (Note 2) none required

FIFTH: The aggregate number of shares which the corporation shall have authority to issue is: (Note 3)

300 common no par

SIXTH: Provisions, if any, for the limitation or denial of preemptive rights: (Note 4)

none

SEVENTH: Provisions for the regulation of the internal affairs of the corporation are: (Note 5)

none

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EIGHTH: The address of the initial registered office of the corporation is 505 West Hollis Street, Nashua, NH 03062

and the name of its initial registered agent at such address is John C. Carragher

NINTH: The number of directors constituting the initial board of directors of the corporation is two (2), 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:

<u>Name</u>	<u>Address</u>
<u>ROSCOE L. RICHARDSON, JR.</u>	<u>316 Richardson Road, Dracut, MA</u>
<u>ALAN G. LAMPERT</u>	<u>3 Village Square, Chelmsford, MA</u>
_____	_____
_____	_____

TENTH: The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>ROSCOE L. RICHARDSON, JR.</u>	<u>316 Richardson Road, Dracut, MA</u>
<u>ALAN G. LAMPERT</u>	<u>3 Village Square, Chelmsford, MA</u>
_____	_____

Dated APRIL 18, 1984

Roscoe L. Richardson Jr.
 ROSCOE L. RICHARDSON, JR.
Alan G. Lampert
 ALAN G. LAMPERT

Incorporator(s)
(Note 6)

Mail fee and DUPLICATE ORIGINALS (ORIGINAL SIGNATURES ON BOTH) to:
Secretary of State, Rm. 204, State House, Concord, NH 03301-4989