

Fee for Form LLC 1A: \$50.00
Filing fee: \$35.00
Total fees \$85.00
Use black print or type.
Leave 1" margins both sides.

Form No. LLC 1
RSA 304-C:12

FILED

DEC 23 1999

WILLIAM M. GARDNER
NEW HAMPSHIRE
SECRETARY OF STATE

CERTIFICATE OF FORMATION
NEW HAMPSHIRE LIMITED LIABILITY COMPANY

THE UNDERSIGNED, UNDER THE NEW HAMPSHIRE LIMITED LIABILITY COMPANY LAWS
SUBMITS THE FOLLOWING CERTIFICATE OF FORMATION:

FIRST: The name of the limited liability company is Mascoma Parks, LLC

SECOND: The nature of the primary business or purposes are
to acquire, own, develop, operate, maintain, improve, mortgage, manage, lease,
encumber, transfer or in any manner dispose of or deal with real property in
New Hampshire.

THIRD: The name of the limited liability company's registered agent is
John R. Hughes, Jr.
and the street address, town/city (including zip code and post office box,
if any) of its registered office is (agent's business address) 23 Bank Street,
Lebanon, NH 03766

FOURTH: The latest date on which the limited liability company is to
dissolve is December 31, 2114.

FIFTH: The management of the limited liability company is vested
in a manager or managers.

Dated 12/21/99, 1999

Signature of manager,
or member if no manager: Winston W. Hart
Print or Type Name: Winston W. Hart
Title (manager or member): Manager