



Examiner

The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF ORGANIZATION

(General Laws, Chapter 180)



Name
Approved

ARTICLE I

The exact name of the corporation is:

Young Entrepreneurs Society, Inc.

ARTICLE II

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

(see continuation sheet)

C

P

M

R.A.

00118012



P.C.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

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 qualification 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:

(see continuation sheet)

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:

(see continuation sheet)

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.

***If there are no provisions, state "None".*

Note: The preceding four (4) articles are considered to be permanent and may only be changed by filing appropriate Articles of Amendment.

ARTICLES OF ORGANIZATION

Young Entrepreneurs Society, Inc.

Continuation Sheet

ARTICLE II

To initiate and ~~administer~~ programs exclusively for charitable, educational, and literary purposes within the meaning of IRC Section 501(c)(3), and in furtherance of such purposes but not in limitation thereof, to:

- A. Revitalize rural and economically-challenged communities via youth entrepreneurship by
 - (1) providing entrepreneurial training and business education to young people, ages 35 and under, particularly those who are low-income and at-risk;
 - (2) providing facilities and mentoring to new and existing youth-run enterprises;
 - (3) fostering and/or assisting business associations of young entrepreneurs that provide opportunities for networking, trading, community service, and leadership development;
 - (4) creating employment and workplace education opportunities through the establishment of social enterprises;
 - (5) providing training and technical assistance to other organizations wishing to enhance or establish youth entrepreneurship programs;
 - (6) engaging in research and evaluation of youth entrepreneurship activities and programs; and
 - (7) educating the public about the role of youth entrepreneurship in community economic development.;
- B. Publish and distribute newsletters, curricula, booklets, and other literature for the above-mentioned educational purposes;
- C. Provide charitable services both nationally and internationally where needs arise; and
- D. Make grants or otherwise distribute funds to organizations that qualify as exempt organizations pursuant to IRC Section 501(c)(3), as amended from time to time.

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ARTICLE III

The corporation shall have two categories of members: Working members and general members. Working members shall be persons who are actively involved in the corporation's work and invited into working membership by the corporation's working members. General members shall be persons who are supportive of the corporation's purposes. Working members shall have a vote, but general members shall not have a vote.

Other provisions regarding membership shall be as set forth in the corporation's By-laws.

ARTICLES OF ORGANIZATION

Young Entrepreneurs Society, Inc.

Continuation Sheet

ARTICLE IV

A. In furtherance of its purposes as set forth in Article II, the corporation is authorized to:

- (1) Acquire, own, hold, lease, use, and dispose of real and/or personal property;
- (2) Solicit and accept gifts of personal and/or real property from any person, association, organization, or governmental body;
- (3) Make contracts, sue and be sued;
- (4) Lend, invest, and reinvest its assets and take and hold real and/or personal property as security for the payment of assets so loaned or invested;
- (5) Borrow assets and issue promissory notes and/or other evidences of indebtedness and to mortgage assets of the corporation as security for the payment thereof; and
- (6) In general, perform, either directly or indirectly and either alone or with any other person, association, organization, or governmental body, all acts necessary, incidental to, or in furtherance of, the accomplishment of the purposes of the corporation and to exercise all powers conferred from time to time by the General Laws of the Commonwealth of Massachusetts.

B. The corporation shall not:

- (1) Discriminate against any person on the basis of race, color, religion, sex, national origin, culture, sexual preference, or age;
- (2) Engage to any substantial degree in the carrying out of propaganda, attempting to influence legislation, or participating or intervening in a political campaign on behalf of any candidate for public office;
- (3) Notwithstanding any other provision of these Articles, engage in any activities not permitted of:
 - (a) a corporation exempt from Federal taxation under IRC Section 501(c)(3), as amended from time to time; or
 - (b) a corporation, contributions to which are deductible under IRC Section 170(c)(2), as amended from time to time.

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Continuation Sheet

ARTICLE IV (continued)

C. No part of the corporation's assets shall inure to the benefit of its members, directors or officers or any other person, except that the corporation may:

(1) Pay reasonable compensation for services rendered to it.

(2) Make payments or distributions in furtherance of its purposes as set forth in Article II.

D. In the event of dissolution, the assets of the corporation remaining after the satisfaction of the corporation's obligations shall be distributed, in furtherance of its purposes as set forth in Article II, to a non-profit corporation selected by the board of directors which is exempt from Federal taxation under IRC Section 501(c)(3) and contributions to which are deductible under IRC Section 170(c)(2), as these sections may be amended from time to time.

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.

~~April 18, 2000~~

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:

1 South Main Street, Orange, MA 01364 ✓

b. The name, residential address and post office address of each director and officer of the corporation is as follows:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	Jerry A. Whaland	49 Bacon Street Orange, MA 01364	Same
Treasurer:	Timothy B. Cohen-Mitchell	29 Stevens Street Greenfield, MA 01301	Same
Clerk:	Daniel C. Richards	152 East Main Street Orange, MA 01364	Same ✓
Directors: (or officers having the powers of directors)	Jerry A. Whaland	49 Bacon Street Orange, MA 01364	Same
	Timothy B. Cohen-Mitchell	29 Stevens Street Greenfield, MA 01301	Same
	Daniel C. Richards	152 East Main Street Orange, MA 01364	Same

c. The fiscal year of the corporation shall end on the last day of the month of: December ✓

d. The name and business address of the resident agent, if any, of the corporation is: not applicable

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 clearly typed or printed beneath each signature, do hereby associate with the intention of forming this corporation under the provisions of General Laws, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 14th day of April, 2000

Jerry A. Whaland
Jerry A. Whaland, 49 Bacon Street, Orange, MA 01364

Timothy B. Cohen-Mitchell
Timothy B. Cohen-Mitchell, 29 Stevens Street, Greenfield, MA 01364

Daniel C. Richards
Daniel C. Richards, 152 East Main Street, Orange, MA 01364

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THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION

(General Laws, Chapter 180)

I hereby certify that, upon examination of these Articles of Organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$ 35 having been paid, said articles are deemed to have been filed with me this 27th day of April, 2000.

Effective date: _____

William Francis Galvin

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION

Photocopy of document to be sent to:

Young Entrepreneurs Society, Inc.
1 South Main Street
Orange, MA 01364

Telephone: (978) 544-1869

SECRETARY OF THE

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NOTICE OF FILING