

FILED 19

FEB 9 1987

NEW HAMPSHIRE
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF THE

THE JACKSON TENNIS CLUB, INCORPORATED

We, the undersigned, being of lawful age, by these Articles of Incorporation, have associated and do hereby associate ourselves as a body politic and corporate according to the provisions of Chapter 292 of the Revised Statutes Annotated of the State of New Hampshire and other laws and statutes of said State relating thereto and prescribing the duties and powers of corporations under the corporate name and for the purposes herein set forth.

ARTICLE I.

The name of this Corporation shall be THE JACKSON TENNIS CLUB, INCORPORATED.

ARTICLE II.

The term of the Corporation shall be in perpetuity. In the event, however, that the Corporation should be dissolved, the assets of the Corporation shall be distributed to another non-profit corporation primarily dedicated to conservation or recreation.

ARTICLE III.

The purposes for which this Corporation is established, being organized not for profit or for the benefit of any group, or individual, are:

SECTION 1. To advance tennis and other related recreational activities in the Mount Washington Valley area.

SECTION 2. To organize and operate exclusively for recreational purposes.

ARTICLE IV.

In complying with the above listed purposes, the not-for-profit Corporation adopts the following powers:

SECTION 1. To own, acquire, build, operate, and maintain real property, including buildings, structures, and personal properties incidental thereto.

SECTION 2. To acquire real or personal property by grant, gift, devise, bequest, or purchase and to hold or dispose of such property as the purposes of the Corporation shall require.

SECTION 3. To maintain, repair, replace, and operate corporate property.

SECTION 4. To raise money by collecting membership dues, entry fees, and contributions from tennis related sponsors and by conducting fund-raising activities to defray the cost, expenses, and losses of the Corporation.

SECTION 5. To use the collected fees and contributions in the advancement of the Corporation's purposes and in the exercise of its powers and duties.

SECTION 6. To purchase insurance upon the corporate property and insurance for the protection of the Corporation and its members.

SECTION 7. To improve the property and to reconstruct improvements after casualty.

SECTION 8. To make and amend reasonable regulations respecting the use of the property in the Corporation; provided, however, that all such regulations and amendments thereto shall be approved by not less than a majority of the votes of the entire membership of the Corporation before such shall become effective.

SECTION 9. To contract for the management of the Corporation property and to delegate to such contractor such rights and duties of the Corporation as the Board deems appropriate.

SECTION 10. To employ personnel to perform the services required for the proper operation of the Corporation.

SECTION 11. Insofar as permitted by law, to do any other things that, in the opinion of the Board, will promote the educational, scientific, agricultural, and charitable purposes of the Corporation.

SECTION 12. To transact any and all lawful business for which corporations, incorporated under Chapter 292 of the Revised Statutes Annotated of New Hampshire are empowered.

ARTICLE V.

The principal place of business shall be the The Valley Crossroad, Jackson, New Hampshire 03846.

ARTICLE VI.

The Corporation is to be organized and operated by members who consist of any and all interested individuals who support the purposes of this organization.

SECTION 1. Persons who wish to become members shall register with the Treasurer and pay a membership fee.

SECTION 2. (a) All members shall have the right to participate in all activities at a member rate which shall be lower than the rate available to non-members.
(b) All members shall have the right to attend any board meetings and shall be notified as to the time and place of these meetings as they are fixed.
(c) All members shall receive the official newsletters of the corporation as they are published and any other organized literature.
(d) All members shall have the right to view the articles and by-laws of the corporation as well as the corporate accounts.
(e) All members shall have the right to view the minutes of every general meeting as well as those of the Board of Directors.

SECTION 3. Each member shall have one (1) vote. Voting by proxy will be permitted.

SECTION 4. Membership shall be considered valid for one year and shall be renewed annually.

SECTION 5. The Corporation is a membership Corporation and will not issue stock or other forms of equity securities.

ARTICLE VII.

There will be an annual meeting for the Corporation membership on in the Spring, and special meetings on the call of the Board.

ARTICLE VIII.

The affairs of the Corporation shall be conducted by a Board of Directors which shall have and exercise all of the powers of the corporation. The number, terms of office, manner of election and qualification of members of the Board of Directors, together with the time and place of meetings and the number of Directors constituting a quorum for the transaction of business, shall be as set forth in the bylaws of the corporation.

The initial Board of Directors shall consist of the following named Directors:

<u>NAME</u>	<u>STREET ADDRESS</u>	<u>CITY, STATE ZIP</u>
Pres. <u>Sheldon P. Perry</u>	<u>Rt 16, Box 474</u>	<u>Jackson NH 03846</u>

Pres. Richard DeMark Ledgeview Dr., RFD 1 Box 48 A. N. Conway ^{NH 03860}
 Treas Frederick F Perry Box 50 Jackson Ridge^{2d} Jackson NH 03846
 Secy Gail Kickey 83 Colonial Ave Lynn MA. 01904
 Dir '81 Nancy Greenberg Box 1 Rt 16 A Intervale NH 03845
 Dir '88 William (Bill) Fitzgerald 65 Mallard Dr. Concord MA 01742
 Dir '87 Norman Kent Box 95 541 Washington Rd, Rye NH 03870

ARTICLE IX.

The Officers of the Corporation shall include a President, Vice-President, Secretary and Treasurer, to be elected as set forth in the By-laws of the corporation. Said officers shall hold office and serve until their successors are elected and qualified. Each such officer, insofar as permissible under law, and as provided in the By-laws or Resolutions of the Board of Directors, may be relieved of responsibility for exercise of authority or performance of duties incident to his office, the exercise or performance of which has been assigned to subordinate officers.

ARTICLE X.

The Board members, officers, and general membership of the Corporation shall not be personally liable for any debt, liability or obligation of the Corporation. All persons, corporations, or other entities extending credit to, contracting with, or having any claim against, the Corporation, may look only to the funds and property of the Corporation for payment of any such contract or claim, or for payment of any debt, damages, judgment or decree, or of any money that may otherwise become due or payable to them from the Corporation.

ARTICLE XI.

Initial By-laws of the Corporation shall be adopted by the Board of Directors. By-laws of the Corporation may be adopted, amended or repealed by the Board of Directors at any regular or special meeting.

ARTICLE XII.

The Corporation shall have no capital stock and shall declare no dividends. No part of the net earnings of the Corporation or share in distribution of any of the corporate assets on dissolution of the Corporation shall inure to the benefit of any organization, nor to any director, officer of the Corporation, or private individual (except that reasonable

compensation affecting one or more of its purposes). No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

ARTICLE XIII.

The Corporation may accept any gift, grant, legacy, bequest, device or contribution for achieving the purposes of the Corporation.

ARTICLE XIV.

The registered office of the corporation shall be Post Office Box 50, Jackson, New Hampshire 03846, and the registered agent at such address shall be Frederick S Perry.

ARTICLE XV.

These articles of corporation may be amended altered or repealed by resolution of the Board of Directors, adopted by vote of at least two-thirds of the directors in office, setting forth the proposed amendment and directing that it be submitted to a vote of the members, and by adoption by vote of two-thirds of the members present at or represented by proxy, and voting at any regular or special meeting of the members. Written or printed notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each member not less than ten nor more than thirty days prior to the date set for such meeting.

ARTICLE XVI.

These Articles shall be governed by the laws of the State of New Hampshire.

IN WITNESS WHEREOF, the incorporators have affixed their signatures, this 2nd day of February 1987.

Signature:

Address:

Frederick S Perry
Sheldon S Perry
Freeda W. J. J. J. J.
Richard J. May
Lloyd W. Johnson
Judy Fuller

Box 50 Jackson Ridge Rd Jackson NH 03846
Rt 6 Box 474 Jackson NH 03846
Bleed Mt Rd Jackson NH 03846
Valley Cross Rd Jackson NH 03846
Valley Cross Rd Jackson NH 03846
Box 231 Jackson, N.H. 03846

Richard L. Walker

RF 1 Box 48A No Conway. N.H. 03860

Town Clerk's Office, Town of Jackson, received and recorded
this 3 day of Feb. 1987.

Flossie T. Gile
Flossie Gile
Jackson Town Clerk