

DOMESTIC
NONPROFIT CORPORATION

STATE OF MAINE

ARTICLES OF INCORPORATION

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Julie L. Hyna
Deputy Secretary of State

A True Copy When Attested By Signature

Julie L. Hyna
Deputy Secretary of State

Pursuant to 13-B MRSA §403, the undersigned, acting as incorporator(s) of a corporation, adopt(s) the following Articles of Incorporation:

FIRST: The name of the corporation is Eastern Trail Alliance

SECOND: The corporation is organized for all purposes permitted under Title 13-B, MRSA, or, if not for all such purposes, then for the following purpose or purposes:
See Exhibit A attached hereto.

THIRD: The name and registered office of the Registered Agent who must be a Maine resident, whose office is identical with the registered office; or a corporation, domestic or foreign, profit or nonprofit, having an office identical with such registered office:

Madge Baker, Esq.

(name)

59 Cross Rd., Shapleigh, ME 04076

(physical location - street (not P.O. Box), city, state and zip code)

(mailing address if different from above)

THIS FORM MUST BE ACCOMPANIED BY FORM MNPCA-18 (Acceptance of Appointment as Registered Agent §304.3.)

FOURTH: The number of directors (not less than 3) constituting the initial board of directors of the corporation, if the number has been designated or if the initial directors have been chosen, is _____.

The minimum number of directors (not less than 3) shall be 3 and the maximum number of directors shall be 25.

FIFTH: Members: ("X" one box only)

There shall be no members.

There shall be one or more classes of members, and the information required by §402 is as follows:

OPTIONAL (Check if this article is to apply)

No substantial part of the activities of the Corporation shall be the carrying on of propoganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

SEVENTH: OPTIONAL (Check if this article is to apply. Then fill in reference number of Section 501(c)(?) in the first paragraph below.)

Upon the dissolution of the Corporation or the termination of its activities, the assets of the Corporation remaining after the payment of all its liabilities shall be distributed exclusively to one or more organizations organized and operated exclusively for such purposes as shall then qualify as a exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and as a charitable, religious, eleemosynary, benevolent or educational corporation within the meaning of Title 13-B, of the Maine Revised Statutes as amended.

No part of the net earnings of the Corporation shall inure to the benefit of any member, director, or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in carrying out one or more of its purposes), and no member, director, or officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

EIGHTH: Other provisions of these articles, if any, including provisions for the regulation of the internal affairs of the corporation, and distribution of assets on dissolution or final liquidation are set out in Exhibit attached hereto and made a part hereof.

INCORPORATORS

DATED Jan. 19, 1999

Street 3 Harriman Farm Rd..
(residence address)

Saco, ME 04072
(city, state and zip code)

Street 7 Mechanic St.
(residence address)

Kennebunk, ME 04043
(city, state and zip code)

Street 63 Hillcrest Road
(residence address)

Cape Elizabeth ME 04107
(city, state and zip code)

John Andrews
(signature)

JOHN ANDREWS
(type or print name)

Wm Heath
(signature)

William Heath
(type or print name)

Larry Glantz
(signature)

LARRY GLANTZ
(type or print name)

For Corporate Incorporators*

Name of Corporate Incorporator _____

By _____
(signature of officer)

Street _____
(principal business location)

(type or print name and capacity)

(city, state and zip code)

*Articles are to be executed as follows:

If a corporation is an incorporator (§401), the name of the corporation should be typed and signed on its behalf by an officer of the corporation. The articles of incorporation must be accompanied by a certificate of an appropriate officer of the corporation, not the person signing the articles, certifying that the person executing the articles on behalf of the corporation was duly authorized to do so.

SUBMIT COMPLETED FORMS TO: CORPORATE EXAMINING SECTION, SECRETARY OF STATE,

101 STATE HOUSE STATION

EXHIBIT A TO ARTICLES OF INCORPORATION
OF
EASTERN TRAIL ASSOCIATION
DRAFT - DECEMBER 6, 1998

To engage exclusively in activities for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), and within these restrictions, the Corporation shall be organized for the following purposes:

- a) To establish and maintain a multi-use trail running from Kittery to Casco Bay, Maine.
- b) To act as and perform all the functions of a land trust for law falling within the Eastern Trail corridor, and in connection therein to acquire interests in land which have ecological, historical, recreational, educational and/or non-automotive transportation value.
- c) To work with governmental entities, other trail development organizations, land trusts, and conservation and preservation organizations to establish and maintain the Eastern Trail as a multi-use trail corridor in the Cumberland and York counties area.
- d) To provide access to the Eastern Trail and to adjacent and nearby parks, open spaces, historic districts, landmarks, marsh and wooded areas, and urban and suburban residential areas, for the purposes of both recreation and commuting by means other than automobile.
- e) To provide readily accessible green areas in an increasingly urbanized society where the natural environment may be experienced.
- f) To provide preserves for wildlife and plant life which shall remain unchanged to help preserve the ecological balance of the Eastern Trail corridor in southern Maine.
- g) To demonstrate and teach the necessity of preserving our natural and historical heritage through conservation and multi-use recreational trails.
- h) To engage in and promote the scientific study of and education regarding natural resources, conservation, pollution mitigation, and alternatives to automobile transportation.
- i) In connection with the foregoing to purchase, acquire, lease, obtain by license, restriction or covenant or easement interests in real property and/or water bodies and including the right to receive easements including conservation easements and the right to enter into agreements with governmental entities, landowners, and other for profit and not-for-profit organizations.
- j) To provide advice to interested persons and organizations on methods of conserving open space and public areas for recreational, historical, transportation and educational purposes.
- k) Notwithstanding any other provisions of these Articles, the corporation is organized exclusively for the purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under IRC Section 501(c)(3) or corresponding provisions of any subsequent Federal tax laws.
- l) In any taxable year in which the corporation is a private foundation as described in under IRC Section 501(a) the corporation shall distribute its income for said period at such time and manner as not to subject it to tax under IRC Section 4942, and the corporation shall not (a) engage in any act of self-dealing as defined in IRC Section 4943(c), (b) make any investments in such a manner as to subject the corporation to tax under IRC Section 4944, or (c) make any taxable expenditures as defined in IRC Section 4945(d) or corresponding provisions of any subsequent Federal tax laws.