The Commonwealth of Massachusetts

Secretary of the Commonwealth
STATE HOUSE
BOSTON, MASS.

ARTICLES OF ORGANIZATION
(Under G.L. Ch. 157, 157 G.L. 1913)

NAME
(including given name in full)  POST OFFICE ADDRESS

We,

do hereby associate ourselves as incorporators with the intention of forming a corporation under the provisions of General Laws, Chapter 157, 157 G.L. 1913:

1. The name by which the corporation shall be known is:

CHARLESVIEW, INC.

2. The purposes for which the corporation is formed are as follows:

Continuation sheets 2A - 2B - 2C

Name  Post Office Address

We, Rev. Timothy Murphy  43 Holton St., Allston, Mass.
Rev. Bonaventure Moccia  159 Washington St., Brighton
Joseph M. Smith  70 Athol St., Brighton
Albert J. McNamara  298 No. Harvard St., Allston
Norman S. Weinberg  33 Wade St., Brighton
Morris Reef  75 Rachel Rd., Newton
Rabbi Abraham I. Halbfinger  88 Nottinghill Rd., Brighton
Marvin B. Levenson  188 Washington St., Brighton
Abraham Monsein  46 Claymoss Rd., Brighton
Vermon L. Blodgett  12 Turner St., Brighton
Joel Lewis, Jr.  7 Amboy St., Allston
John F. Nelson  164 Brayton Rd., Brighton
Luster T. Delaney  138 Brighton Ave., Allston
Thomas W. Cornu  87 Mason Terrace, Brookline
Joseph P. Sullivan  27 Priscilla Rd., Brighton

NOTE: If provisions for which the space provided under Articles 2, 4, 5 and 6 is not sufficient additions should be set out on continuation sheets to be numbered 2A, 2B, 2C.
3. The total number of shares and the par value, if any, of each class of stock which the corporation is authorized to issue is as follows:

<table>
<thead>
<tr>
<th>CLASS OF STOCK</th>
<th>WITHOUT PAR VALUE</th>
<th>WITH PAR VALUE</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>NUMBER OF SHARES</td>
<td>NUMBER OF SHARES</td>
</tr>
<tr>
<td>Preferred</td>
<td>None</td>
<td>None</td>
</tr>
<tr>
<td>Common</td>
<td>One</td>
<td>None</td>
</tr>
</tbody>
</table>

4. If more than one class is authorized, a description of each of the different classes of stock with, if any, the preferences, voting powers, qualifications, special or relative rights or privileges as to each class thereof and any series now established:

NOT APPLICABLE.

5. The restrictions, if any, imposed by the Articles of Organization upon the transfer of shares of stock of any class are as follows:

Sheet 5 attached

6. 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 stockholders, or of any class of stockholders. The Board of Directors shall not have the power to declare dividends and no dividends shall be paid to any of the stockholders of the Corporation. This corporation shall be subject to all the special limitations, restrictions, obligations, and duties of 121A of the General Laws and the powers those powers.
CERTIFICATE RE APPROVALS REQUIRED BY CHAPTER 652 OF THE ACTS OF 1960 AND CHAPTER 121A OF THE GENERAL LAWS AS AMENDED

I, Kane Simonian, Secretary of the Boston Redevelopment Authority, (hereinafter called the Authority), and the keeper of the records, including the Journal of Proceedings of the Authority, hereby certify as follows:

1. The Boston Redevelopment Authority on March 6, 1969, in accordance with the requirements of law, held a duly advertised Public Hearing on the Application by Timothy Murphy and Others, Parcel I, North Harvard Urban Renewal Area, Mass. R-54, for approval of a project under Massachusetts General Laws, Chapter 121A, as Amended, and Chapter 652 of the Acts of 1960, and for consent to the formation of Charlesview, Inc., a corporation to be organized under the provisions of said Chapter 121A.

2. On March 20, 1969, the Authority voted to approve the redevelopment project and voted to give consent to the formation of Charlesview, Inc., to carry out said project.

3. On April 8, 1969, pursuant to Section 12 of Chapter 652, Acts of 1960, His Honor, Mayor White, approved the aforementioned March 20, 1969 vote of the Authority.

4. On April 10, 1969, pursuant to Section 13 of Chapter 652, Acts of 1960, the undersigned filed with the Office of the City Clerk, a Certificate of the above-mentioned vote of the Authority and the Approval thereof by His Honor, Mayor White, attested to by the undersigned as Secretary.

5. That said meeting of March 20, 1969 was duly convened and held in all respects in accordance with law, and to the extent required by law due and proper notice of said meeting was given; that a legal quorum was present throughout the meeting, and a legally sufficient number of Members of the Authority voted in a proper manner and all other requirements and proceedings under law incident to the proper adoption or the passage of said vote have been duly fulfilled, carried out and otherwise observed.

6. That if an impression of the seal has been affixed below, it constitutes the official seal of the Boston Redevelopment Authority and this Certificate is hereby executed under such official seal;

7. That Kane Simonian is the Secretary of this Authority;

8. That the undersigned is duly authorized to execute this Certificate.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 15th day of April, 1969.

BOSTON REDEVELOPMENT AUTHORITY

By [Signature] Kane Simonian
Secretary
The purposes for which the corporation is formed are as follows:

1. **IN GENERAL**

A. To be a private corporation under and subject to the provisions of Chapter 121A of the General Laws and to provide, on a non-profit basis, pursuant to Section 221 (d) (3) of the National Housing Act, housing for the use and occupancy by families displaced from urban renewal areas or by governmental action and by families of low or moderate income where no adequate housing exists for such groups, and also for itself or other persons identified herewith. The corporation is irrevocably dedicated to, and operated exclusively for non-profit purposes.

B. To redevelop sub-standard, decadent or blighted areas in furtherance of the purposes of Chapter 121A of the General Laws by constructing and operating a project in the City of Boston, authorized and approved by the Boston Redevelopment Authority and designated as:

   Project No. 023-55128-NP

   Name: CHARLESVIEW, INC.

   Location: Parcel R-1, North Harvard Urban Renewal Area.

C. To construct and operate said project, for the use and occupancy by families displaced from urban renewal areas or as a result of governmental action, and further to assist in providing housing for moderate and low income families where no adequate housing exists for such groups, by providing housing of sound planning, construction and design, together with such appurtenant and related facilities for government, social, business, commercial, educational, cultural or recreational purposes which may be convenient to the residents.

D. To operate the corporation on a non-profit basis for forty (40) years from the date of its organization to the satisfaction of the Boston Redevelopment Authority, and in connection therewith the charges made by this corporation, and the revenues thereby received, will be computed to the extent feasible so as to provide only for payment of the costs and expenses incurred or to be incurred in constructing and operating said project, so that no profit will ever be realized from said construction or operation or from any other activities of this corporation. If any profit should be realized by this corporation from any source whatsoever, it shall be used exclusively in furtherance of the foregoing corporate purposes, and at no time shall any part of the income or assets of the corporation inure to the benefit of, or be distributed to, any incorporator, stockholders, contributor or officer of the corporation, or to any other private individual, subject, however, to the provisions of paragraph (E) below, with respect to the dissolution, liquidation or winding up of the corporation.

E. To have an existence in perpetuity, or so long as applicable law may permit, but in the event of the dissolution, winding up or other termination of the corporation within
tion, trust or institution, or to such governmental unit as may be designated by the corporation, and shall not be conveyed to any private individual, form or organization, or corporation organized for profit, or to any stockholder, sponsor, contributory, private individual, trustee or officer of the corporation unless said distributee shall be a non-profit, charitable or governmental unit, organization, institution, corporation or trust qualified as aforesaid; provided, however, that the corporation shall at all times have the power to convey any or all of its property to the Federal Housing Commissioner or his nominee.

F. To acquire by purchase, gift, lease, the exercise of powers of eminent domain, or otherwise, any real property or interest or rights therein or appurtenant thereto and any and all personal property which may be necessary, convenient or incidental to the accomplishment of the purposes of the corporation.

G. To construct, operate, maintain and improve, and to own, sell, convey, assign, mortgage or lease any real estate, and any personal property necessary, convenient or incidental to the accomplishment of the purposes of the corporation.

H. To borrow money and issue evidences of indebtedness in furtherance of any and all purposes of the corporation; and to secure the same by mortgage, pledge, or other lien.

I. To obtain or cause to be obtained from the Federal Housing Commissioner, hereinafter called the "Commissioner", a contract or contracts of mortgage insurance pursuant to the provisions of Section 221 (d) (3) of Title II of the National Housing Act, as amended, as it applies to housing for families displaced from urban renewal areas or as a result of governmental action and families of low or moderate income as determined by the Commissioner, where no adequate housing exists for such groups.

J. To enter into any kind of activity, and to perform and carry out contracts of any kind necessary to, or in connection with, or incidental to the accomplishment of, the non-profit purposes of the corporation, so long as said activities and contracts may be lawfully carried on or performed by a corporation organized under Chapter 121A of the General Laws.

II. SPECIFICALLY AND PRIMARILY

A. To construct on premises to be acquired from the Boston Redevelopment Authority, Federal Housing Administration Housing Project No. 025-5528NP known as CHARLESVIEW, INC. and subject to the rules, regulations, requirements and procedures of the National Housing Act and to the provisions of said Chapter 121A of the General Laws as now in effect, and the rules, regulations and standards now applicable to the Project, to hold, operate and deal in said Project or property.

B. To execute notes, bonds —
C. To do and perform all acts reasonably necessary to accomplish the purposes of the corporation, including the execution of a Regulatory Agreement with the Federal Housing Commissioner and of such other instruments and undertakings as may be necessary to enable the corporation to secure the benefits of financing with the assistance of mortgage insurance under the provisions of the National Housing Act. Such Regulatory Agreement and other instruments and undertakings shall remain binding upon the corporation, its successors and assigns, so long as a mortgage on the corporation's property is insured or held by the Federal Housing Commissioner.

The corporation shall have an odd number of directors, not less than three, as fixed by the By-Laws, who shall be elected by the stockholders, and who shall serve until their successors are elected and qualified. No compensation shall be paid to the directors.

By-Laws of the corporation may be adopted by the stockholders who may change them at their pleasure, so long as they do not conflict with the provisions of these Articles or of the Regulatory Agreement above referred to, and the report and decision on the application of Timothy Murphy and others to the Boston Redevelopment Authority dated February 28, 1969.

These Articles of Organization, except the immediately preceding paragraph, and paragraphs ID and IE hereof, may be amended by a two-thirds vote of the stockholders of the corporation at any annual meeting, or at a special meeting called for that purpose, provided that so long as a mortgage on the corporation's property is insured or held by the Federal Housing Commissioner, the Federal Housing Commissioner has given his prior written approval to such amendment and provided further that no such amendment shall be effective during the term of the North Harvard Renewal Plan without the prior written approval of the Boston Redevelopment Authority.
5. The restrictions, if any, imposed by the Articles of Organization upon the transfer of shares of stock of any class are as follows:

Any stockholders, including the heirs, successors, assigns, executors or administrators of a deceased stockholder, desiring to sell or transfer such stock owned by him or them, shall first offer it to the corporation through the Board of Directors, in the following manner:

He shall notify the Directors of his desire to sell or transfer by notice in writing which notice shall contain the price at which he is willing to sell or transfer and the name of one arbitrator. The Directors shall within thirty (30) days thereafter either accept the offer, or by notice to him in writing name a second arbitrator, and these two shall name a third. It shall then be the duty of the arbitrators to ascertain the value of the stock, and if any arbitrator shall neglect or refuse to appear at any meeting appointed by the arbitrators, a majority may act in the absence of such arbitrator.

After the acceptance of the offer, or the report of the arbitrators as to the value of the stock, the directors shall have thirty (30) days within which to purchase the same at such valuation, but if at the expiration of thirty (30) days, the corporation shall not have exercised the right so to purchase, the owner of the stock shall be at liberty to dispose of the same in any manner he may see fit.

No shares of stock shall be sold or transferred on the books of the corporation until these provisions have been complied with, but the Board of Directors may in any particular instance waive the requirements.

No disposition is to be made of any stock in said corporation until final completion of project at North Harvard Street and Western Avenue, Allston, Massachusetts, without the prior written consent of the Boston Redevelopment Authority and the Federal Housing Administration.

No sale of said stock of the within Corporation shall occur during the term of the North Harvard Urban Renewal Plan, unless the transferee of said stock is a non-profit and charitable corporation, trust or institution, and shall not be conveyed to any individual, firm, association, trust, institution, or organization or corporation organized for profit.
IN WITNESS WHEREOF, and under the penalties of perjury, we, the above-named INCORPORATORS, hereto sign our names, this 9th day of May, 1969.

[Signatures]
7. The first meeting of the incorporators was duly held on the 9th day of May, 1969, at which by-laws of the corporation were duly adopted and at which the initial directors, president, treasurer and clerk, whose names are set out below, were duly elected.

8. The following information shall not for any purpose be treated as a permanent part of the Articles of Organization of the corporation.

   a. The post office address of the initial principal office of the corporation in Massachusetts is: Corner of Western Avenue and North Harvard Street, Allston, Massachusetts

   b. The name, residence, and post office address of each of the initial directors and following officers of the corporation elected at the first meeting are as follows:

<table>
<thead>
<tr>
<th>NAME</th>
<th>RESIDENCE</th>
<th>POST OFFICE ADDRESS</th>
</tr>
</thead>
<tbody>
<tr>
<td>President:</td>
<td>Thomas W. Cornu</td>
<td>87 Mason Terrace,</td>
</tr>
<tr>
<td>Treasurer:</td>
<td>Vernon L. Blodgett</td>
<td>12 Turner St.,</td>
</tr>
<tr>
<td>Clerk:</td>
<td>Norman S. Weinberg</td>
<td>33 Wade St.,</td>
</tr>
<tr>
<td>Directors:</td>
<td>Rev. Timothy Murphy</td>
<td>43 Holton St.,</td>
</tr>
<tr>
<td></td>
<td>Rev. Bonaventure Moccia</td>
<td>152 Washington St.,</td>
</tr>
<tr>
<td></td>
<td>Joseph M. Smith</td>
<td>70 Athol St.,</td>
</tr>
<tr>
<td></td>
<td>Albert J. McNamara</td>
<td>298 No. Harvard St.</td>
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<td>Joseph P. Sullivan</td>
<td>27 Priscilla Rd.,</td>
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IN WITNESS WHEREOF, and under the penalties of perjury, we, the above-named INCORPORATORS, hereto sign our names, this 9th day of May, 1969.

See sheet attached
THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION

GENERAL LAWS, CHAPTER 156B, SECTION 17

I hereby certify that, upon an examination of the within-written 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 $1.25, having been paid, said articles are deemed to have been filed with me this 13th day of Aug, 1959.

John F. DaVoree
Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION

PHOTO COPY OF ARTICLES OF ORGANIZATION TO BE SENT

TO:

NORMAN S. WEINSTEIN
20 BEACON STREET
BOSTON, MASS.

FILING FEE: 1/30 of 1% of the total amount of the authorized capital stock with par value, and one cent a share for all authorized shares without par value, but not less than $75. General Laws, Chapter 156B.

Copy Mailed 8-26-69
Receipt mailed 8-27-69