

CLERK'S CERTIFICATION OF VOTE

The undersigned Naomi E. McManus, Clerk of Acton Community Housing Corporation, a Massachusetts non-profit corporation, hereby certifies that a meeting of the Board of Directors the Corporation duly called for the purpose and held on October 7, 1999, at which meeting a quorum consisting of five (5) directors were present and voting throughout, the following resolution were adopted unanimously:

VOTED: That the Directors deem it desirable and in the best interests of the Corporation to liquidate and dissolve the Corporation and that the liquidation and dissolution thereof is hereby approved.

VOTED: The President and other officers of the Corporation, and each of them, be, and is hereby, authorized and directed, on behalf of the Corporation, to take all actions, pay all expenses, execute all documents, file all papers (including, without limitation, the Statuary Petition for Dissolution with the Supreme Judicial Court) and any and all other action that they may deem necessary or desirable in connection therewith for the purpose of effecting such dissolution of the Corporation and the complete liquidation of the Corporation and winding up of its business affairs.

VOTED: That all of the assets of the Corporation which remain after the payment of liabilities, subject to the approval of the Supreme Judicial Court, be distributed to Acton Housing Authority a Massachusetts non-profit State Housing Authority.

Witness my hand and the seal of this corporation this 7th day October, 1999.



Naomi E. McManus, Clerk

CLERK'S CERTIFICATE OF VOTE

The undersigned _____, Clerk of _____
(the "Corporation"), a Massachusetts non-profit
corporation, hereby certifies that at a meeting of the Board of Directors of
the Corporation duly called for the purpose and held on _____
199__, at which meeting a quorum consisting of _____ directors were
present and voting throughout, the following resolutions were adopted
unanimously:

VOTED: That the Directors deem it desirable and in the best interests of
the Corporation to liquidate and dissolve the Corporation and that
the liquidation and dissolution thereof is hereby approved.

VOTED: The President, Treasurer and other officers of the Corporation,
and each of them, be, and is hereby, authorized and directed, on
behalf of the Corporation, to take all actions, pay all expenses,
execute all documents, file all papers (including, without
limitation, the Statutory Petition for Dissolution with the
Supreme Judicial Court) and any and all other action that they may
deem necessary or desirable in connection therewith for the
purpose of effecting such dissolution of the Corporation and the
complete liquidation of the Corporation and the winding up of its
business affairs.

VOTED: That all of the assets of the Corporation which remain after the
payment of liabilities, subject to the approval of the Supreme
Judicial Court, be distributed to _____ a
Massachusetts non-profit corporation.

Witness my hand and the seal of this corporation this _____ day of
_____, 199__.

, Clerk



**DEUTSCH WILLIAMS BROOKS
DeRENSIS HOLLAND & DRACHMAN, P.C.
99 Summer Street
Boston, MA 02110-1235
(617) 951-2300**

Fax (617) 951-2323

FAX TRANSMITTAL FORM

**DATE: September 23, 1999
TIME: 2:27 PM**

If there is a problem with this transmission, please call (617) 951-2300, and ask for Kelly B. Strong.

FAX TO: Betty McManus

FAX NUMBER: (978) 266-1408

FROM: Kelly B. Strong, Deutsch-Williams

NUMBER OF PAGES (including this transmittal page): 2

MESSAGE: Ms. McManus, I have sent a copy of the required certificate of vote that must be done prior to filing the Complaint for Dissolution. Peter Berry suggested that it should be done at your next meeting.

THE INFORMATION CONTAINED IN THIS FACSIMILE MESSAGE IS ATTORNEY PRIVILEGED AND CONFIDENTIAL INFORMATION INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY NAMED ABOVE. IF THE READER OF THIS MESSAGE IS NOT THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY USE, DISSEMINATION, DISTRIBUTION OR REPRODUCTION OF THIS COMMUNICATION IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE IMMEDIATELY NOTIFY US BY TELEPHONE. THANK YOU.

CLERK'S CERTIFICATE OF VOTE

The undersigned _____, Clerk of _____
_____ (the "Corporation"), a Massachusetts non-profit
corporation, hereby certifies that at a meeting of the Board of Directors of
the Corporation duly called for the purpose and held on _____
199__, at which meeting a quorum consisting of _____ directors were
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VOTED: That the Directors deem it desirable and in the best interests of
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the liquidation and dissolution thereof is hereby approved.

VOTED: The President, Treasurer and other officers of the Corporation,
and each of them, be, and is hereby, authorized and directed, on
behalf of the Corporation, to take all actions, pay all expenses,
execute all documents, file all papers (including, without
limitation, the Statutory Petition for Dissolution with the
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deem necessary or desirable in connection therewith for the
purpose of effecting such dissolution of the Corporation and the
complete liquidation of the Corporation and the winding up of its
business affairs.

VOTED: That all of the assets of the Corporation which remain after the
payment of liabilities, subject to the approval of the Supreme
Judicial Court, be distributed to _____ a
Massachusetts non-profit corporation.

Witness my hand and the seal of this corporation this ____ day of
_____, 199__.

, Clerk

**ACTON HOUSING AUTHORITY
P.O. BOX 681
ACTON, MA 01720
(978) 263-4776**

STATEMENT OF REASON TO DISOLVE THE CORPORATION

THE NEEDS AND INTERESTS OF THE PEOPLE SERVED BY THE ACTON
COMMUNITY HOUSING CORPORATION WOULD BETTER BE ADDRESSED BY
THE ACTON COMMUNITY HOUSING CORPORATION BEING A TOWN BOARD
INSTEAD OF CONTINUING IN THE CAPACITY OF A CORPORATION.

A handwritten signature in black ink, appearing to read "Naomi E. McManus". The signature is fluid and cursive, with the first name "Naomi" being the most prominent part.

NAOMI E. MCMANUS
CLERK
ACTON COMMUNITY HOUSING CORPORATION

DEUTSCH WILLIAMS BROOKS
DeRENSIS HOLLAND & DRACHMAN, P.C.
99 Summer Street
Boston, MA 02110-1235
(617) 951-2300

Fax (617) 951-2323

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ACTON HOUSING AUTHORITY
68 Windsor Avenue
P.O. Box 681
Acton, MA 01720
(978) 263-5339 fax (978) 266-1408
TDD# 1-800-545-1833 ext 120

fax

to:

fax #:

from:

date:

subject:

pages:

NOTES:

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68 Windsor Avenue

P.O. Box 681

Acton, MA 01720

(978) 263-5339 fax (978) 266-1408

TDD# 1-800-545-1833 ext 120

fax

to: *Kelly Strong*

fax #: *617-951-2323*

from: *Betty McPanes*

date: *9/24/99*

subject: *AACA's Bylaws & Mission Statement*

pages: *11*

NOTES: *FYL*

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BYLAWS

OF

ACTON COMMUNITY HOUSING CORPORATION

ARTICLE I

Name and Area

Section 1

The name of this organization shall be the Acton Community Housing Corporation, a private nonprofit organization established under Chapter 180 of the General Laws of Massachusetts, henceforth referred to as "the Corporation or Acton Community Housing Corporation."

Section 2

The Acton Community Housing Corporation Area is defined as follows: The Town of Acton.

Section 3

The place of business shall be the Town Hall, Acton, Massachusetts, 01720.

ARTICLE II

Membership

Membership of the Acton Community Housing Corporation shall be open to all persons who either reside in or are employed in Acton, are eighteen (18) years of age or older, and who have completed the Acton Community Housing Corporation membership application and filed it with the Acton Community Housing Corporation office.

ARTICLE III

Function and Purpose

Section 1

The function and purpose of the Acton Community Housing Corporation shall be as set forth in the Corporation's Articles of Organization.

ARTICLE IV

Board of Directors

Section 1

There shall be a Board of Directors consisting of a maximum of twelve (12) but not less than eight (8) members, which Board shall have the general authority to conduct the affairs of the Corporation, which shall always be consistent with the Corporation's educational and charitable purposes.

- A. Appointment of an Executive Director, at its discretion, to administer the organization, direct its daily operation, and execute the policies of the Board. The Board shall determine the qualifications, duties, and compensation to the Executive Director. All other staff personnel shall be appointed by the Executive Director with the advice and consent of the Board.
- B. Final absolute power of the Corporation, including the power to enter into agreements and contracts, purchase, lease and sell property, and the power to make loans or grants and purchase equity.
- C. Determination, subject to applicable laws and regulations of the Federal and state governments, of major personnel, fiscal and program policy.
- D. Final approval of all program proposals and budgets.
- E. Enforcement of compliance with all applicable conditions or grants and contributions.

Section 2

Members of the Board:

- A. The members of the Board shall be elected by the General Membership.
- B. The Board may from time-to-time fill vacancies of elected members on the Board to serve until the next general elections to be eligible to vote.

C. The format of the initial election is as follows:

One-third (1/3) of the elected Board members will be elected to a three year term; one-third(1/3) will be elected to a two year term; and one-third(1/3) will be elected to a one year term. Subsequently, elections will be held annually for one-third of the elected members for a three year term.

D. For the purpose of all Board elections, the general membership shall have completed and filed a membership application at least four(4) weeks prior to the election to be eligible to vote.

Section 3

At any meeting of the Board of Directors, a majority of the Directors currently serving on the Board of Directors shall constitute a quorum for the transaction of business at any meeting. There shall be no voting by proxy at any of the meetings held by the Corporation. The act of a majority of the Directors present at the time of the act shall be the act of the Board of Directors, except as otherwise noted in these Bylaws.

Section 4

Election and appointment of Directors shall take place on the first Monday of April.

Section 5

Absence from three(3) consecutive meetings of the Board of Directors without previous notification or a valid reason shall be considered a resignation. The Board of Directors shall be vested with the authority to remove any Officer or Director from office, for cause, upon one week's written notice of the purpose of the meeting, and providing a majority of the Directors are present, a vote of two-thirds(2/3) of those present and voting in favor of removal shall effectuate removal of such Officers or Directors.

Section 6

The fiscal year of the Corporation shall extend from July 1st to the ensuing June 30th, except as the same may be otherwise determined by resolution of the Directors.

ARTICLE V

Officers

Section 1

The Officers of the Acton Community Housing Corporation shall be a President, Vice-President, Clerk, and Treasurer. No person may hold two (2) Officer positions simultaneously. All Officers shall be elected by the Board from among its members after nomination by the Nominating Committee.

Section 2

The duties of each Officer shall be:

A. The President, as Chief Officer and spokesperson for the Corporation, shall, in addition to fulfilling normal duties of the position, appoint such committees as may be needed. All such appointment shall be approved by a majority vote of the Board of Directors. In addition, the President shall sign, on behalf of the Corporation, all deeds, contracts, and other formal instruments.

B. The Vice President shall fulfill the responsibilities of the President during the President's absence or incapacitation, assist the President in discharging responsibilities as the President see fit, and fulfill any duties that may be determined by the Board of Directors.

C. The Clerk shall be responsible for the taking and safekeeping of the official minutes of the Corporation, its records, and any other responsibilities as may be required under the Statutes of the Commonwealth of Massachusetts. The Clerk of the Corporation shall be responsible for providing Minutes of the prior meeting and the Notice of Meeting at least five (5) days prior to any Directors' meeting.

D. The Treasurer of the Corporation shall have charge of all papers and records of the Corporation and shall have the responsibility for the funds of the Corporation and for keeping full and accurate accounts and records of all receipts and disbursements of the Corporation. All such papers, records, and accounts shall be kept at the principal place of business of the Corporation and be open to inspection by any director, at intervals of not more than twelve (12) months prior to the annual meeting. (No funds shall be expended by the Corporation except in furtherance of its educational and charitable purposes.)

Section 3

The term of office for all Officers shall be one (1) year and Officers are eligible for reelection to successive terms. Officers shall be elected at the first meeting of the Board following the General Elections.

Section 4

The Board of Directors may make interim appointments to fill Officer vacancies. These appointments will be effective until the first meeting of the Board following the General Elections.

Section 5

The Corporation shall, to the extent legally permissible, indemnify each of its Directors and Officers, former Directors and former Officers, and may indemnify all employees or agents of the Corporation against all liabilities and expenses, including amounts paid in satisfaction of judgement, in compromise or as fines and penalties, and counsel fees, reasonably incurred by him/her in connection with the defense or disposition of any action, suit, or other proceeding, whether civil or criminal, in which he/she may be threatened, while in office, except with respect to any matter as to which he/she shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his/her action was in the best interest of the Corporation; provided, however, that as to any matter disposed of by a compromise payment such Director, Officer, employee, or agent, pursuant to a consent decree or otherwise, no indemnification either for said payment or for any other expenses shall be provided unless such compromise shall be approved as in the best interest of the Corporation, after notice that it involves such indemnification, if a majority of the Directors then in office are disinterested, by two-third(2/3) of the disinterested Directors then in office. The right of indemnification hereby provided shall not be exclusive of or affect any other rights to which any Director, Officer, employee, or agency may be entitled. As used in this paragraph, the terms "Directors", "Officers", "employee", and "agent" include their respective heirs, executirs, and administrators, and an "interested" Director or Officer is one against whom in such capacity the proceedings in question or another proceeding on the same or similar grounds is then pending.

Section 6

All committees, with the exception of the Executive Committee, shall be composed of members of the Board or from the general membership, and shall report to the Board of Directors for the action on their reports. The reports of all committees shall be read into the minutes of the meeting at which they are presented.

ARTICLE VI

Executive Committee

Section 1

The Executive Committee shall consist of the President, and Treasurer and three(3) other Board members at large elected by the Board.

Section 2

The Executive Committee shall be empowered to act on behalf of the Board of Directors between meetings. Any action taken by the Executive Committee shall be subject to ratification by the Board at its next meeting (and shall always be consistent with the Corporation's educational and charitable purposes.)

Section 3

The Executive Committee shall hold meetings as required at the call of any one or more of its members.

Section 4

A quorum of the Executive Committee shall be four(4).

ARTICLE VII

Nominating Committee

Section 1

A nominating committee of five(5) shall be appointed by the Executive Committee of the Board of Directors of the Corporation. The nominating committee shall consist of members of the Corporation.

Section 2

The duties of the nominating committee are:

A. To nominate persons as members of the Board of Directors for regular and vacant terms under Article IV, Section 2. Notice of the slate of candidates shall be posted in accordance with the notice provisions set forth in Article VIII, Section 1 hereof and notice mailed to each member, except that such notice shall be posted and mailed at least twenty (20) days prior to the meeting set for the Election of Directors.

B. To nominate persons as Officers: A slate of candidates for each office shall be drawn up by this committee and sent to each member of the Board at least ten(10) days prior to the election meeting. Nominations will be accepted from the floor and write-in candidate will be accepted.

C. To nominate the three(3) members at large of the Executive Committee, and provisions shall be made for individuals to nominate themselves.

Section 3

A quorum for meetings of the nominating committee shall be three(3).

Section 4

Other committees. The Board of Directors may, by vote of a majority of the directors then in office, appoint one or more committees of one or more persons and delegate to such committees some or all of their powers to the extent permitted by law, the Article of Organization, or these Bylaws. Any committee to which the powers of the Board of Directors are delegated shall consist solely of Directors. Except as the Board of Directors may otherwise determine, any such committee shall be governed in the conduct of the business of the Board of Directors contained in these Bylaws and may, by majority vote of the entire committee, make other rules for the conduct of its business. The Board of Directors shall have power at any time to fill vacancies in any such committees, to change its membership, or to discharge the committee.

ARTICLE VIII

Amendments

Section 1

These Bylaws may be amended by a two-third(2/3) vote of the Board of Directors at any meeting of the Board of Directors of the Acton

Community Housing Corporation. A copy of the proposed amendment shall be furnished to each Director at least seven(7) days prior to such meetings. Amendments to the Bylaws shall be sent to the members with the next notice of any meetings of the members.

ARTICLE IX

Specific Operating Procedures

Section 1

All meetings of the Acton Community Housing Corporation shall be posted in accordance with Chapter 303, Acts of 1975, Open Meeting Law, and the Board of Directors shall be notified at least five(5) days in advance.

Section 2

There shall be an Annual Meeting of the general membership to be held on the first Monday in October for the purpose of the annual reports and other appropriate business. Furthermore, a general meeting may be called at any time by the Board of Directors.

Section 3

All meetings shall be open to the public and held in a public place. Records and minutes of said meetings shall be available for public inspection at all times in the Acton Community Housing Corporation's normal place of business, at least five(5) day prior to the meeting. A quorum for meetings of the members shall be a majority of those members present at such meeting.

Section 4

The Board of Directors shall meet at least eight (8) times per year. Duration between meetings shall not exceed forty-five(45) days.

Section 5

No Officer or Director shall receive any compensation or remuneration from the Corporation, provided, however, the Board of Directors may see fit to reimburse its Directors and Officers for any reasonable and necessary expense incurred. Members of the board of Directors are prohibited from accepting gifts, monies, or gratuities from the following:

- A. from persons receiving benefits or services under any program financed by local, state, or Federal funds;
- B. from any person or agency performing services under contract;

C. from persons who are otherwise in a position to benefit from the actions of a Board member.

ARTICLE X

Conflict of Interest

Section 1

Conflict of Interest. No contract or other transaction of the Corporation shall, in the absense of fraud, be affected or invalidated by the fact that any member or Officer of the Corporation or any corporation, firm or association of which he may be a Director, Officer, stockholder, or member may be a party to or may have an interest, pecuniary or otherwise, in any such contract or other transaction, provided that the nature and extent of his interest was disclosed to, or known by, the entire Board of Directors before acting on such contract or other transactions between the Corporation and any other corporation controlling, controlled by, or under common control with Officer, stockholder, or member of any corporation, firm or association with which the Corporation proposes to contract or transact any business, or other transaction, may not be counted in determining the existence of a quorum at any meeting of the Board of Directors which shall authorize any such contract or such transaction, and such Director shall not participate in the vote to authorize any such contract or transaction.

ARTICLE XI

Liquidation of the Corporation

If, in the opinion of two-thirds(2/3) of the Board of Directors, it becomes necessary or desireable to dissolve this Corporation, the assets of the Corporation shall be applied and distributed as follows:

A. All Liabilities and obligations of the Corporation shall be paid, satisfied, and discharged, or adequate provision shall be made therefor.

B. Assets held by the Corporation under conditions requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution shall be returned, transferred, or conveyed in accordance with such requirements.

C. All other assets shall be transferred to corporations, persons, groups, or organizations engaged in activities which substantially carry out the purposes of the Acton Community Housing Corporation, as then stated in its Charter and Bylaws (and which are exempt from taxation under Section 501 (c)(3) of the Internal Revenue Code of 1954, or successor provisions thereto).

ACTON COMMUNITY HOUSING CORPORATION
MISSION STATEMENT

Background

The ACHC was incorporated by the Board of Selectmen as a direct result of the formation of the Housing Task Force to study the need for affordable housing and to recommend procedures for the implementation of the Town's Affordable Housing policy. The general affordable housing objectives of the ACHC have the approval of the Board of Selectmen, Town Manager, Zoning Board of Appeals, Planning Board, Conservation Commission, and other applicable Town Boards, Committees, and Agencies.

Responsibilities

The Board of Selectmen and the Town Manager, with the concurrence of the aforementioned Boards, Commissions, and Agencies have delegated certain defined responsibilities and functions to the ACHC. These include, but are not necessarily limited to, the following.

The ACHC will act as the Town's initial contact with developers of proposed affordable residential housing projects which are site-specific and for which the developer has indicated an intention to request an increase in allowed density or other variances in return for said provision of affordable housing. In this context, the ACHC will serve as a preliminary negotiating agency.

The ACHC may also initiate action intended to create affordable residential housing projects. In this context the ACHC will work to create a specific project consistent with Town policy.

Procedures

In fulfillment of this mission the Acton Community Housing Corporation will follow the course as outlined below.

The ACHC will forward its project specific preliminary recommendations and conclusions to each of the above mentioned Boards, Commissions and Agencies with a request for comments from each.

Comments will be reviewed with ACHC's Consultant, Project Proposers and the Authors of the comments. Following the review process by a majority vote of its Board of Directors, the ACHC will issue project specific recommendations which will be distributed to the Board of Selectmen and other appropriate designated town agencies.

ACTON HOUSING AUTHORITY

68 Windsor Avenue

P.O. Box 681

Acton, MA 01720

(978) 263-5339 fax (978) 266-1408

TDD# 1-800-545-1833 ext 120

fax

to:

Planning Dept. Roland Donna

fax #:

264-9630

from:

Betty McManus

date:

9/27/99

subject:

Inclusionary Zoning

pages:

4

NOTES:

F&I
Why not us!

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The Commonwealth of Massachusetts

Office of the Secretary of State
One Ashburton Place, Boston, MA 02108

Michael Joseph Connolly, Secretary

ARTICLES OF ORGANIZATION

(Under G.L. Ch. 180)

Incorporators

NAME

RESIDENCE

Include given name in full in case of natural persons; in case of a corporation, give state of incorporation.

Steven R. Graham	47 Jackson Drive	Acton, Massachusetts 01720
Roy C. Smith	28 Joseph Reed Lane	Acton, Massachusetts 01720
Brian D. Lanigan	24 Conant Street	Acton, Massachusetts 01720

001002523

The above-named incorporator(s) do hereby associate (themselves) with the intention of forming a corporation under the provisions of General Laws, Chapter 180 and hereby state(s):

87 237001

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

Acton Community Housing Corporation

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

To operate exclusively for charitable and educational purposes and to promote the provision of affordable housing within the town of Acton, and generally do all acts and things permitted to non-profit corporations under the provisions of Chapter 180 of the General Laws of Massachusetts and Section 501 (c)(3) of the Internal Revenue Code of 1954, as from time to time amended.

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

9

If the corporation has more than one class of members, the designation of such classes, the manner of election or appointment, the duration of membership and the qualification and rights, including voting rights, of the members of each class, are as follows: -

Not Applicable

4. 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, of any class of members, are as follows:-

The corporation shall have the following powers in furtherance of its corporate purposes:

- (a) The corporation shall have perpetual succession in its corporate name.
- (b) The corporation may sue and be sued.
- (c) The corporation may have a corporate seal which it may alter at pleasure.
- (d) The corporation may elect or appoint directors, officers, employees and other agents, fix their compensation and define their duties and obligations.
- (e) The corporation may purchase, receive, take by grant, gift, devise, bequest or otherwise, lease, or otherwise acquire, own, hold, improve, employ, use and otherwise deal in and with real or personal property, or any interest therein, wherever situated, in an unlimited amount.
- (f) The corporation may solicit and receive contributions from any and all sources and may receive and hold, in trust or otherwise, funds received by gift or bequest;

If there are no provisions state "None".

(g) The corporation may sell, convey, lease, exchange, transfer or otherwise dispose of mortgage, pledge, encumber or create a security interest in, all or any of its property, or any interest therein, wherever situated.

(h) The corporation may purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, employ, sell, lend, lease, exchange, transfer, or otherwise dispose of, mortgage, pledge, use and otherwise deal in and with; bonds and other obligations, shares, or other securities or interests issued by others, whether engaged in similar or different business, governmental, or other activities.

(i) The corporation may make contracts, give guarantees and incur liabilities, borrow money at such rates of interest as the corporation by mortgage, pledge or encumbrance of, or security interest in, all or any of its property or any interest therein, wherever situated.

(j) The corporation may lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(k) The corporation may do business, carry on its operations, and have offices and exercise the power granted by the Massachusetts General Laws, Chapter 180, as now in force or as hereafter amended, in any jurisdiction within or without the United States, although the corporation shall not be operated for the primary purpose of carrying on for profit a trade of business unrelated to its tax exempt purposes.

(l) Unless the corporation is entitled to exemption from federal income tax under Section 501(c) (3) of the Internal Revenue Code in which case it shall make no contribution for other than religious, charitable, scientific, literary or educational purposes, the corporation may make donations in such amounts as the members or directors shall determine, irrespective of corporate benefit, for the public welfare or for community fund, hospital, charitable, religious, educational, scientific, civic, agency in aid thereof.

(m) The corporation may be an incorporator of other corporations of any type or kind.

(n) The corporation may be a partner in any business enterprise which it would have the power to conduct by itself.

(o) The director may make, amend, or repeal the by-laws in whole or in part, except with respect to any provision thereof which by law or the by-laws requires action by the members.

(p) Meetings of the members may be held anywhere in the United States.

(q) The corporation shall, to the extent legally premissable and only to the extent that the status of the corporation as an organization except under Section 501 (c)(3) of the Internal Revenue Code is not affected thereby, indemnify each of its directors, officers, employees, or other agents (including persons who serve at its request as directors, officers, employees, or other agents of another organization in which it has an interest) against all liabilities and expenses, including amounts paid in satisfaction of judgments, in compromise of fines and penalties, and counsel fees, reasonably incurred by him in connection with the defense or disposition of any action, suit or other proceeding, whether civil or criminal, in which he may be involved or with which he may be threatened, while in office or thereafter, by reason of his being or having been such a director, officer, employee, or agent, except with respect to any matter as to which he shall have been adjudged by a court of competent jurisdiction not to have acted in good faith in the reasonable belief that his action was in the best interest of the corporation, provided, however that as to any matter disposed of by a compromise payment by such director, officer, employee, or agent, pursuant to a court decree or otherwise, no indemnification either for said payment or for any other expense shall be provided unless such compromise shall be approved as in the best interest of the corporation, after notice that it involves such indemnification: (a) by a disinterested majority of the directors then in office; or (b) by a majority of the disinterested directors then in office, provided that there has been obtained an opinion in writing of independent legal counsel to the effect that such director, officer, employee, or agent appears to have acted in good faith in the reasonable belief that his action was in the best interest of the corporation; or (c) by a majority of the disinterested member entitled to vote, voting as a single class. Expenses including counsel fees, reasonably incurred by any such director, officer, trustee, employee or agent in connection with the defense or disposition thereof upon receipt of an undertaking by such individual to repay the amounts so paid from time to time by the corporation in advance of the final disposition thereof upon receipt of an undertaking by such individual to repay the amounts so paid to the corporation if he shall be adjudicated to be not entitled to indemnification under Massachusetts General Laws, Chapter 180, Section 6. The right of indemnification hereby provided shall not be exclusive of or affect any other rights to which any director, officer, employee, or agent may be entitled.

Nothing contained herein shall affect any rights to indemnification to which corporate personnel may be entitled by contract or otherwise under law. As used in this paragraph, the terms "directors", "officers", "employee" and "agent" include their respective heirs, executors and administrators, and an "interested" director is one against whom in such capacity the proceedings in question or another proceeding on the same or similar grounds is then pending.

(r) No person shall be disqualified from holding any office by reason of any interest. In the absence of fraud, any director, officer, or member of this corporation individually, or any individual having any interest in any concern in which any such directors, officers, members, or individuals have any interest, may be a party to, or may be pecuniarily or otherwise interested in, any contract, transaction, or other act of this corporation, and

(1) such contract, transaction, or act shall not be in any way invalidated or otherwise affected by that fact;

(2) no such director, officer, member, or individual shall be liable to account to this corporation for any profit or benefit realized through any such contract, transaction, or act, and

(3) any such director of this corporation may be counted in determining the existence of a quorum at any meeting of the directors of any committee thereof which shall authorize any such contract, transaction or act, and may vote to authorize the same;

the term "interest" including personal interest and interest as a director, officer, stockholder, shareholder, trustee, member of beneficiary of any concern; the term "concern" meaning any corporation association, trust partnership, firm, person, or other entity other than this corporation.

(s) No part of the assets of the corporation and no part of any not earnings of the corporation shall be divided among or inure to the benefit of any officer or director of the corporation or any private individual or be appropriated for any purposes other than the purposes of the corporation as herein set forth; and 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. It is intended that the corporation shall be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code and shall not be a private foundation under Section 509(a) of the Internal Revenue Code.

(t) Upon the liquidation or dissolution of the corporation, after payment of all of the liabilities of the corporation or due provision therefor, all of the assets of the corporation shall be disposed of to one or more organizations exempt from federal income tax under Section (c)(3) of the Internal Revenue Code.

(u) In the event that the corporation is a private foundation as that term is defined in Section 509 of the Internal Revenue Code, then notwithstanding any other provisions of the articles or organization or the by-laws of the corporation, the following provisions apply:

The directors shall distribute the income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code.

The directors shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; nor retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; nor make any investments in such manner as to incur tax liability under Section 4944 of the Internal Revenue Code; nor make any taxable expenditures as defined in Section 4965(d) of the Internal Revenue Code.

(v) The corporation may have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is formed provided that no such power shall be exercised in a manner inconsistent with Massachusetts General Laws, Chapter 180 or any other chapter of the General Laws of the Commonwealth of Section 501(c) (3) of the Internal Revenue Code.

(w) All references herein to the Internal Revenue Code shall be deemed to refer to the Internal Revenue Code of 1954, as now in force or hereafter amended.

5. 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 below, have been duly elected.
6. The effective date of organization of the corporation shall be the date of filing with the Secretary of the Commonwealth or if later date is desired, specify date. (not more than 30 days after date of filing).
7. 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:

Town Hall, Acton, Massachusetts 01720

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

NAME	RESIDENCE	POST OFFICE ADDRESS
President: Steven R. Graham	47 Jackson Drive Acton, MA 01720	Same
Vice President: Roy C. Smith	28 Joseph Reed Lane Acton MA 01720	Same
Treasurer: Brian D. Lanigan	24 Conant Street Acton, MA 01720	Same
Clerk: Naomi E. Mc Manus	15 Deacon Hunt Drive Acton, MA 01720	Same

Directors: (or officers having the powers of directors)

See continuation sheet attached.

c. The date initially adopted on which the corporation's fiscal year ends is:

June 30

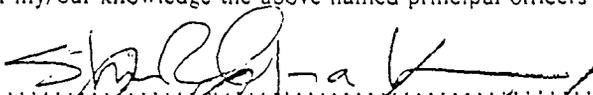
d. The date initially fixed in the by-laws for the annual meeting of members of the corporation is:

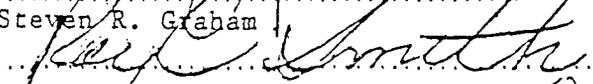
First Monday in October

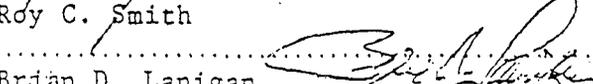
e. The name and business address of the resident agent, if any, of the corporation is:

IN WITNESS WHEREOF, and under the penalties of perjury the INCORPORATOR(S) sign(s) these Articles of Organization this 13th day of August, 1987

I/We the below signed INCORPORATORS 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 principal officers have not been similarly convicted. If so convicted, explain.


 Steven R. Graham


 Roy C. Smith


 Brian D. Lanigan

The signature of each incorporator which is not a natural person must be by an individual who shall show the capacity in which he acts and by signing shall represent under the penalties of perjury that he is duly authorized on its behalf to sign these Articles of Organization.

Continuation Sheet

Board for Acton Community
Housing Corporation:

Elected to a Term of:

Jana Mullin
74. Alcott Street
Acton, Massachusetts

3 years

Barbara Yates
12 Whittier Drive
Acton, Massachusetts

2 years

Brian D. Lanigan
24 Conant Street
Acton, Massachusetts

2 years

Steven R. Graham
47 Jackson Drive
Acton, Massachusetts

3 years

Roy C. Smith
28 Joseph Reed Lane
Acton, Massachusetts

3 years

David Hartwell
409 Main Street
Acton, Massachusetts

2 years

Naomi E. McManus
15 Deacon Hunt Drive
Acton Massachusetts

2 years

Charles E. Kostro
12 Lothrop Road
Acton, Massachusetts

3 years

Ann Anderson
27 Tuttle Drive
Acton, Massachusetts

1 year

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION
GENERAL LAWS, CHAPTER 180

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 \$30.00 having been paid, said articles are deemed to have been filed with me this *25th* day of *August* 19 *87*

Effective date



MICHAEL JOSEPH CONNOLLY

Secretary of State

TO BE FILLED IN BY CORPORATION
PHOTO COPY OF ARTICLES OF ORGANIZATION TO BE SENT

TO:

.....*Steven R. Graham*.....
.....Steven R. Graham, Esquire.....

.....SCHEIER, SCHEIER & GRAHAM, P.C.....

.....411 Massachusetts Avenue .. Acton.. Massachusetts 01720

Telephone *617-263-9562* -

Filing Fee \$30.00

Copy Mailed

ACTON COMMUNITY HOUSING CORPORATION
P.O. BOX 681
ACTON, MA 01720
(978) 263-4776

November 1, 1999

Mr. William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place
Boston, MA 02108-1512

Dear Mr. Galvin:

Enclosed please find the Acton Community Housing Corporation 's (ACHC) Annual Reports for eleven (11) years and the Annual Fees of \$165.00. The ACHC did not realize that these reports were to be filed with the State Annually. Please accept our apology for any inconvenience this has caused your office.

Sincerely,

Naomi E. McManus
Clerk



The Commonwealth of Massachusetts
William Francis Galvin, Secretary of the Commonwealth
Corporations Division

ACTON COMMUNITY HOUSING CORPORATION
TOWN HALL
ACTON, MA 01720

\$ 165

To Whom It May Concern:

Upon review of non-profit corporation records, it appears that your corporation may not be up to date. Our records indicate that Annual Reports are owed for the following years:

1989 1990 1991 1992 1993 1994 1995 1996 1997 1998. +1999

Massachusetts General Laws require most non-profit corporations to file an Annual Report with the Corporations Division on or before November first of each year. The report contains important information relative to its location and the names and addresses of officers and directors. In exchange for making the information public, the participants are generally insulated from personal liability for the obligations of the corporation. The fee for each annual report is only fifteen dollars and there is no late fee. Please make your check in the amount of \$150.00 payable to the *Commonwealth of Massachusetts*.

I fully understand that many non-profit organizations subsist only through the continued effort of volunteers and that it is often difficult to maintain up to date records and bookkeeping. Consequently, I have enclosed annual report forms for your convenience or you can access our website at www.state.ma.us/sec/cor. The requirement to file annual reports does not apply to certain organizations such as religious organizations, a non-profit school or college, a charitable hospital and certain library associations. Accordingly, if you believe your organization is exempt or that our information is incorrect, you may contact Yvonne Ellison or Bill Tierney at (617) 878-3210 who would be more than happy to assist you.

Thank you for your assistance in making this important information available to the public.

Sincerely yours,

William F. Galvin
Secretary of the Commonwealth

ACTON HOUSING AUTHORITY
DEVELOPMENT & PLANNING FUND

Date: 10/27/99

Pay to the
order of

Commonwealth of Massachusetts

\$ 165

One Hundred Sixty Five and ⁰⁰/₁₀₀

Dollars

MDT

State Street Bank and Trust Company
Boston, Massachusetts
Massachusetts Municipal Depository Trust

For AHC Annual reports

X Jean B. Schock

X [Signature]

⑆0011000028⑆ 0044039048⑆417966

The Commonwealth of Massachusetts

FEE: \$15.00

William Francis Galvin
 Secretary of the Commonwealth
 One Ashburton Place, Boston, Massachusetts 02108-1512
 Telephone: (617) 727-9640

M.G.L. Ch.180
 Corporation
 Annual Report

ANNUAL REPORT

FEDERAL IDENTIFICATION

Filing for November 1, 19 89

NO. 11-8272017

In compliance with the requirements of Section 26A of Chapter one hundred and eighty (180) of the General Laws:

1. NAME: Acton Community Housing Corporation
2. ADDRESS: P.O. Box 681 68 hundred Avenue
(number) (street)
Acton MA 01720
(city or town) (state) (zip)
3. DATE OF THE LAST ANNUAL MEETING: September 21, 1988

4. State the names and addresses of all officers, including all the directors of the corporation, and the date on which the term of office of each expires: (PLEASE TYPE OR PRINT).

NAME OF OFFICE	NAME	ADDRESSES Number, Street, City or Town, State and Zip Code	EXPIRATION OF TERM OF OFFICE
President:	<u>Roy Smith</u>	<u>P.O. Box 519 Acton, MA 01720</u>	<u>6/30/91</u>
Treasurer:	<u>Kevin McParus</u>	<u>15 Seaman Street, Acton, MA 01720</u>	<u>6/30/92</u>
Clerk: (or Secretary)	<u>Wiam E. McParus</u>	<u>15 Seaman Street, Acton, MA 01720</u>	<u>6/30/90</u>
Directors: (or Officers having the powers of Directors)	<u>Peter Berry</u>	<u>39 Faulkner Street, Acton, MA 01720</u>	<u>6/30/91</u>
	<u>Steve Day</u>	<u>5 Hennessy Dr, Acton, MA 01720</u>	<u>6/30/91</u>
	<u>Bruce Gathage</u>	<u>60 Conant St, Acton, MA 01720</u>	<u>6/30/90</u>
	<u>Charles Kostro</u>	<u>12 Lathrop Av Acton, MA 01720</u>	<u>6/30/90</u>
	<u>Tana Pullin</u>	<u>74 Alcott St, Acton, MA 01720</u>	<u>6/30/90</u>
	<u>Markin Purtock</u>	<u>5 Wachuset Dr, Acton, MA 01720</u>	<u>6/30/91</u>
	<u>Nancy Tavernier</u>	<u>35 Mohawk Dr, Acton, MA 01720</u>	<u>6/30/90</u>
	<u>Robert Guelton</u>	<u>126 Park St, Acton, MA 01720</u>	<u>6/30/90</u>

I, the undersigned Wiam E. McParus being the Clerk of the above-named corporation, in compliance with General Laws, Chapter 180, hereby certify that the information above is true and correct as of the dates shown.

IN WITNESS WHEREOF AND UNDER PENALTIES OF PERJURY, I hereto sign my name on this Monday day of November 1, 19 89.

Signature: Wiam E. McParus Title: Clerk
 Contact Person: Wiam E. McParus Contact Person Telephone #: (978) 263-4776

The Commonwealth of Massachusetts

FEE: \$15.00

William Francis Galvin
 Secretary of the Commonwealth
 One Ashburton Place, Boston, Massachusetts 02108-1512
 Telephone: (617) 727-9640

M.G.L. Ch.180
 Corporation
 Annual Report

ANNUAL REPORT

FEDERAL IDENTIFICATION

Filing for November 1, 19 90

NO. 11-8272017

In compliance with the requirements of Section 26A of Chapter one hundred and eighty (180) of the General Laws:

1. NAME: Acton Community Housing Corporation
 2. ADDRESS: P.O. Box 681 68 Wendell Avenue
(number) (street)
Acton MA 01720
(city or town) (state) (zip)
 3. DATE OF THE LAST ANNUAL MEETING: 10/23/89

4. State the names and addresses of all officers, including all the directors of the corporation, and the date on which the term of office of each expires: (PLEASE TYPE OR PRINT).

NAME OF OFFICE	NAME	ADDRESSES Number, Street, City or Town, State and Zip Code	EXPIRATION OF TERM OF OFFICE
President:	Ray Smith	P.O. Box 519 Acton MA 01720	6/30/91
Treasurer:	Kevin McParanis	15 Seaman Hunt Dr. Acton MA 01720	6/30/92
Clerk: (or Secretary)	Naomi McParanis	15 Seaman Hunt Dr. Acton MA 01720	6/30/94
Directors: (or Officers having the powers of Directors)	Peter Berry	39 Faulkner Hill Rd. Acton MA 01720	6/30/91
	Steve Day	5 Hennessy Dr. Acton MA 01720	6/30/91
	Bill Gothorp	60 Conant St. Acton, MA 01720	6/30/90
	Charles Kostko	12 Follhop Rd Acton MA 01720	6/30/94
	Jana Muller	74 Cedar St Acton, MA 01720	6/30/94
	Marlen Purdoet	5 Wachusett Dr. Acton, MA 01720	6/30/91
	Nancy Tavernier	35 Mt. Hawk Dr Acton, MA 01720	6/30/94
	Robert Wilcox	126 Parker St. Acton MA 01720	6/30/94

I, the undersigned Naomi F. McParanis being the Clerk of the above-named corporation, in compliance with General Laws, Chapter 180, hereby certify that the information above is true and correct as of the dates shown.

IN WITNESS WHEREOF AND UNDER PENALTIES OF PERJURY, I hereto sign my name on this Monday day of November 1, 1990.

Signature: Naomi F. McParanis Title: Clerk
 Contact Person: Naomi McParanis Contact Person Telephone #: (978) 263-4776

The Commonwealth of Massachusetts

FEE: \$15.00

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512
Telephone: (617) 727-9640

M.G.L. Ch.180
Corporation
Annual Report

ANNUAL REPORT

FEDERAL IDENTIFICATION

Filing for November 1, 19 91

NO. 11-8272017

In compliance with the requirements of Section 26A of Chapter one hundred and eighty (180) of the General Laws:

1. NAME: Acton Community Housing Corporation
 2. ADDRESS: P.O. Box 681 68 Wendell Avenue
(number) (street)
Acton MA 01720
(city or town) (state) (zip)
 3. DATE OF THE LAST ANNUAL MEETING: December 28, 1990

4. State the names and addresses of all officers, including all the directors of the corporation, and the date on which the term of office of each expires: (PLEASE TYPE OR PRINT).

NAME OF OFFICE	NAME	ADDRESSES Number, Street, City or Town, State and Zip Code	EXPIRATION OF TERM OF OFFICE
President:	Bee Galloway	60 Conant St. Acton MA 01720	6/30/95
Treasurer:	Kevin McParsons	15 Seaman Street In Acton MA 01720	6/30/92
Clerk: (or Secretary)	Naomi McParsons	15 Seaman Street In Acton MA 01720	6/30/94
Directors: (or Officers having the powers of Directors)	Peter Berry	39 Faulkner Street Acton MA 01720	6/30/92
	Steve Day	5 Venneasy Dr Acton MA 01720	6/30/92
	Charles Kostro	12 Lathrop Rd Acton MA 01720	6/30/94
	Jana Mullins	74 Alcott St Acton MA 01720	6/30/94
	Ray Smith	Box 519 Acton, MA 01720	6/30/94
	Nancy Laverne	35 Mohaut Dr Acton MA 01720	6/30/94
	Bob Wiltse	126 Parker St. Acton MA 01720	6/30/94

I, the undersigned Naomi E. McParsons being the Clerk of the above-named corporation, in compliance with General Laws, Chapter 180, hereby certify that the information above is true and correct as of the dates shown.

IN WITNESS WHEREOF AND UNDER PENALTIES OF PERJURY, I hereto sign my name on this Monday day of November 1, 1991.

Signature: Naomi E. McParsons Title: Clerk
 Contact Person: Naomi McParsons Contact Person Telephone # (978) 263-4776

The Commonwealth of Massachusetts

FEE: \$15.00

William Francis Galvin
 Secretary of the Commonwealth
 One Ashburton Place, Boston, Massachusetts 02108-1512
 Telephone: (617) 727-9640

M.G.L. Ch.180
 Corporation
 Annual Report

ANNUAL REPORT

FEDERAL IDENTIFICATION

Filing for November 1, 19 92

NO. 11-8272017

In compliance with the requirements of Section 26A of Chapter one hundred and eighty (180) of the General Laws:

1. NAME: Acton Community Housing Corporation
2. ADDRESS: P.O. Box 681 68 Windsor Avenue
(number) (street)
Acton MA 01720
(city or town) (state) (zip)
3. DATE OF THE LAST ANNUAL MEETING: November 20, 1991

4. State the names and addresses of all officers, including all the directors of the corporation, and the date on which the term of office of each expires: (PLEASE TYPE OR PRINT).

NAME OF OFFICE	NAME	ADDRESSES Number, Street, City or Town, State and Zip Code	EXPIRATION OF TERM OF OFFICE
President:	Bee Gothrap	60 Conan St. Acton MA 01720	6/30/95
Treasurer:	Kevin McManus	15 Deacon Hunt Dr Acton MA 01720	6/30/96
Clerk: (or Secretary)	Naomi McManus	15 Deacon Hunt Dr Acton MA 01720	6/30/96
Directors: (or Officers having the powers of Directors)	Peter Berry	39 Faulkner Street Acton MA 01720	6/30/94
	Steve Graham	47 Jackson Drive Acton MA 01720	6/30/95
	Reverend Howes	533 Oak St. Woburn MA 01897	6/30/94
	Jana Muller	74 Acott St. Acton MA 01720	6/30/94
	Ray Smith	P.O. Box 519 Acton MA 01720	6/30/94
	Nancy Tavernier	35 Mohawk Dr. Acton MA 01720	6/30/94
	Bob Weeks	126 Parker St. Acton MA 01720	6/30/94

I, the undersigned Naomi E. McManus being the Clerk of the above-named corporation, in compliance with General Laws, Chapter 180, hereby certify that the information above is true and correct as of the dates shown.

IN WITNESS WHEREOF AND UNDER PENALTIES OF PERJURY, I hereto sign my name on this Monday day of November 1, 19 92.

Signature: Naomi E. McManus Title: Clerk

Contact Person: Naomi McManus Contact Person Telephone #: (978) 263-4776

The Commonwealth of Massachusetts

FEE: \$15.00

William Francis Galvin
 Secretary of the Commonwealth
 One Ashburton Place, Boston, Massachusetts 02108-1512
 Telephone: (617) 727-9640

M.G.L. Ch.180
 Corporation
 Annual Report

ANNUAL REPORT

FEDERAL IDENTIFICATION

Filing for November 1, 1993

NO. 11-8272017

In compliance with the requirements of Section 26A of Chapter one hundred and eighty (180) of the General Laws:

1. NAME: Acton Community Housing Corporation
 2. ADDRESS: P.O. Box 681 68 Henderson Avenue
(number) (street)
Acton MA 01720
(city or town) (state) (zip)
 3. DATE OF THE LAST ANNUAL MEETING: September 30, 1992

4. State the names and addresses of all officers, including all the directors of the corporation, and the date on which the term of office of each expires: (PLEASE TYPE OR PRINT).

NAME OF OFFICE	NAME	ADDRESSES Number, Street, City or Town, State and Zip Code	EXPIRATION OF TERM OF OFFICE
President:	William Gotthardt	60 Conant St. Acton, MA 01720	6/30/95
Treasurer:	Kevin McManus	15 Seaman Hunt Dr. Acton, MA 01720	6/30/96
Clerk: (or Secretary)	Naomi McManus	15 Seaman Hunt Dr. Acton, MA 01720	6/30/96
Directors: (or Officers having the powers of Directors)	Peter Berry	39 Faulkner St. Acton, MA 01720	6/30/94
	Steve Laham	47 Jackson Drive Acton, MA 01720	6/30/95
	Rev. Heuser	533 Old Stone brook Rd. Acton, MA 01720	6/30/94
	Jana Muller	74 Alcott St. Acton, MA 01720	6/30/94
	Pam Skuttle	7 Sweden Way Acton, MA 01720	6/30/95
	Ray Smith	P.O. Box 519, Acton, MA 01720	6/30/94
	Nancy Taverne	35 Mohawk Dr. Acton, MA 01720	6/30/94
	Bob Weiser	126 Parker St. Acton, MA 01720	6/30/94

I, the undersigned Naomi E. McManus being the Clerk of the above-named corporation, in compliance with General Laws, Chapter 180, hereby certify that the information above is true and correct as of the dates shown.

IN WITNESS WHEREOF AND UNDER PENALTIES OF PERJURY, I hereto sign my name on this Monday day of November 1, 1993.

Signature: Naomi E. McManus Title: Clerk
 Contact Person: Naomi McManus Contact Person Telephone: (978) 263-4776

The Commonwealth of Massachusetts

FEE: \$15.00

William Francis Galvin
 Secretary of the Commonwealth
 One Ashburton Place, Boston, Massachusetts 02108-1512
 Telephone: (617) 727-9640

M.G.L. Ch.180
 Corporation
 Annual Report

ANNUAL REPORT

FEDERAL IDENTIFICATION

Filing for November 1, 19 94

NO. 11-8272017

In compliance with the requirements of Section 26A of Chapter one hundred and eighty (180) of the General Laws:

1. NAME: Acton Community Housing Corporation
 2. ADDRESS: P.O. Box 681 68 Wendell Avenue
(number) (street)
Acton MA 01720
(city or town) (state) (zip)
 3. DATE OF THE LAST ANNUAL MEETING: February 12, 1993

4. State the names and addresses of all officers, including all the directors of the corporation, and the date on which the term of office of each expires: (PLEASE TYPE OR PRINT).

NAME OF OFFICE	NAME	ADDRESSES Number, Street, City or Town, State and Zip Code	EXPIRATION OF TERM OF OFFICE
President:	Peter Berry	39 Faulkner Hwy Rd. Acton MA 01720	6/30/97
Treasurer:	Raen McManus	15 Seaman Hwy Acton MA 01720	6/30/96
Clerk: (or Secretary)	Naomi McManus	15 Seaman Hwy Acton MA 01720	6/30/96
Directors: (or Officers having the powers of Directors)	Steve Graham	47 Jackson St. Acton MA 01720	6/30/95
	Rev. William Hewes	533 Old Streetbrook Rd Acton MA 01720	6/30/96
	Jana Muller	74 Accord St. Acton, MA 01720	6/30/95
	Pam Shuttle	7 Sackem Way Acton MA 01720	6/30/95
	Ray Smith	P.O. Box 519 Acton, MA 01720	6/30/96
	Wancy Laverne	35 Mahan St Acton, MA 01720	6/30/96
	Bob Weeks	126 Parker Street Acton MA 01720	6/30/96

I, the undersigned Naomi E. McManus being the Clerk of the above-named corporation, in compliance with General Laws, Chapter 180, hereby certify that the information above is true and correct as of the dates shown.

IN WITNESS WHEREOF AND UNDER PENALTIES OF PERJURY, I hereto sign my name on this Monday day of November 1, 19 94.

Signature: Naomi E. McManus Title: Clerk
 Contact Person: Naomi McManus Contact Person Telephone #: (978) 263-4776

The Commonwealth of Massachusetts

FEE: \$15.00

William Francis Galvin
 Secretary of the Commonwealth
 One Ashburton Place, Boston, Massachusetts 02108-1512
 Telephone: (617) 727-9640

M.G.L. Ch.180
 Corporation
 Annual Report

ANNUAL REPORT

FEDERAL IDENTIFICATION

Filing for November 1, 19 95

NO. 11-8273017

In compliance with the requirements of Section 26A of Chapter one hundred and eighty (180) of the General Laws:

1. NAME: Acton Community Housing Corporation
2. ADDRESS: P.O. Box 681 68 Wendover Avenue
(number) (street)
- Acton MA 01720
(city or town) (state) (zip)
3. DATE OF THE LAST ANNUAL MEETING: 6/16/94

4. State the names and addresses of all officers, including all the directors of the corporation, and the date on which the term of office of each expires: (PLEASE TYPE OR PRINT).

NAME OF OFFICE	NAME	ADDRESSES Number, Street, City or Town, State and Zip Code	EXPIRATION OF TERM OF OFFICE
President:	Peter Berry	39 Faulkner Hill Rd Acton MA 01720	6/30/97
Treasurer:	Kevin McManus	15 Deacon Hunt Dr Acton MA 01720	6/30/96
Clerk: (or Secretary)	Naomi McManus	15 Deacon Hunt Dr Acton MA 01720	6/30/96
Directors: (or Officers having the powers of Directors)	Tom Dill	68 Alcott St Acton MA 01720	6/30/98
	Pam Freedman	70 Maple St Acton MA 01720	6/30/97
	Steve Lubart	47 Jackson Dr Acton MA 01720	6/30/95
	Jana Mullen	74 Alcott St Acton MA 01720	6/30/95
	Pam Shuttle	7 Sackem Way Acton MA 01720	6/30/98
	Nancy Lawrence	35 Mohawk Dr Acton MA 01720	6/30/96
	Bob Weiske	200A School St Acton MA 01720	6/30/96

I, the undersigned Naomi McManus being the Clerk of the above-named corporation, in compliance with General Laws, Chapter 180, hereby certify that the information above is true and correct as of the dates shown.

IN WITNESS WHEREOF AND UNDER PENALTIES OF PERJURY, I hereto sign my name on this Monday day of November 1, 19 99.

Signature: Naomi McManus Title: Clerk
 Contact Person: Naomi McManus Contact Person Telephone: (978) 263-4776

The Commonwealth of Massachusetts

FEE: \$15.00

William Francis Galvin
 Secretary of the Commonwealth
 One Ashburton Place, Boston, Massachusetts 02108-1512
 Telephone: (617) 727-9640

M.G.L. Ch.180
 Corporation
 Annual Report

ANNUAL REPORT

FEDERAL IDENTIFICATION

Filing for November 1, 1996

NO. 11-8272017

In compliance with the requirements of Section 26A of Chapter one hundred and eighty (180) of the General Laws:

1. NAME: Acton Community Housing Corporation
 2. ADDRESS: P.O. Box 681 68 Kendrick Avenue
(number) (street)
Acton MA 01720
(city or town) (state) (zip)
 3. DATE OF THE LAST ANNUAL MEETING: 1/19/95

4. State the names and addresses of all officers, including all the directors of the corporation, and the date on which the term of office of each expires: (PLEASE TYPE OR PRINT).

NAME OF OFFICE	NAME	ADDRESSES Number, Street, City or Town, State and Zip Code	EXPIRATION OF TERM OF OFFICE
President:	Peter Berry	39 Faulkner Hill Rd Acton MA 01720	6/30/97
Treasurer:	Kevin McManus	15 Deacon Hunt Dr Acton MA 01720	6/30/98
Clerk: (or Secretary)	Naomi McManus	15 Deacon Hunt Dr Acton MA 01720	6/30/99
Directors: (or Officers having the powers of Directors)	Tom Sill	68 Alcott St. Acton, MA 01720	6/30/97
	Pam Fleetman	70 Maple St. Acton MA 01720	6/30/97
	Steve Graham	47 Jackson Dr. Acton MA 01720	6/30/97
	Jana Mullins	24 Alcott St. Acton, MA 01720	6/30/98
	Pam Shuttle	7 Sachem Way Acton MA 01720	6/30/99
	Nancy Tavernier	35 Mahank Dr. Acton, MA 01720	6/30/99
	Robert Van Meter	209 School St. Acton, MA 01720	6/30/98

I, the undersigned Naomi E. McManus being the Clerk of the above-named corporation, in compliance with General Laws, Chapter 180, hereby certify that the information above is true and correct as of the dates shown.

IN WITNESS WHEREOF AND UNDER PENALTIES OF PERJURY, I hereto sign my name on this Monday day of November 13, 1999.

Signature: Naomi E. McManus Title: Clerk
 Contact Person: Naomi E. McManus Contact Person Telephone #: (978) 263-4776

The Commonwealth of Massachusetts

FEE: \$15.00

William Francis Galvin
 Secretary of the Commonwealth
 One Ashburton Place, Boston, Massachusetts 02108-1512
 Telephone: (617) 727-9640

M.G.L. Ch.180
 Corporation
 Annual Report

ANNUAL REPORT

FEDERAL IDENTIFICATION

Filing for November 1, 1997

NO. 11-8272017

In compliance with the requirements of Section 26A of Chapter one hundred and eighty (180) of the General Laws:

1. NAME: Acton Community Housing Corporation
2. ADDRESS: P.O. Box 681 68 Leonard Avenue
(number) (street)
Acton MA 01720
(city or town) (state) (zip)
3. DATE OF THE LAST ANNUAL MEETING: November 7, 1996

4. State the names and addresses of all officers, including all the directors of the corporation, and the date on which the term of office of each expires: (PLEASE TYPE OR PRINT).

NAME OF OFFICE	NAME	ADDRESSES Number, Street, City or Town, State and Zip Code	EXPIRATION OF TERM OF OFFICE
President:	Kevin McManus	15 Seacom Hunt Dr. Acton MA 01720	6/30/98
Treasurer:	NA		
Clerk: (or Secretary)	Naomi McManus	15 Seacom Hunt Dr. Acton MA 01720	6/30/99
Directors: (or Officers having the powers of Directors)	Peter Berry	39 Faulkner Hill Rd Acton MA 01720	6/30/98
	Jana Muller	74 Alcott St. Acton MA 01720	6/30/98
	Pam Shuttle	7 Sachem Way Acton MA 01720	6/30/99

I, the undersigned Naomi E. McManus being the Clerk of the above-named corporation, in compliance with General Laws, Chapter 180, hereby certify that the information above is true and correct as of the dates shown.

IN WITNESS WHEREOF AND UNDER PENALTIES OF PERJURY, I hereto sign my name on this Monday day of November 1, 1997.

Signature: Naomi E. McManus Title: Clerk

Contact Person: Naomi E. McManus Contact Person Telephone #: (978) 263-4776

The Commonwealth of Massachusetts

FEE: \$15.00

William Francis Galvin
 Secretary of the Commonwealth
 One Ashburton Place, Boston, Massachusetts 02108-1512
 Telephone: (617) 727-9640

M.G.L. Ch.180
 Corporation
 Annual Report

ANNUAL REPORT

FEDERAL IDENTIFICATION

Filing for November 1, 1998

NO. 11-8272017

In compliance with the requirements of Section 26A of Chapter one hundred and eighty (180) of the General Laws:

1. NAME: Acton Community Housing Corporation
2. ADDRESS: P.O. Box 681 (number) 68 Windsor Avenue (street)
Acton (city or town) MA (state) 01720 (zip)
3. DATE OF THE LAST ANNUAL MEETING: 4/8/98

4. State the names and addresses of all officers, including all the directors of the corporation, and the date on which the term of office of each expires: (PLEASE TYPE OR PRINT).

NAME OF OFFICE	NAME	ADDRESSES Number, Street, City or Town, State and Zip Code	EXPIRATION OF TERM OF OFFICE
President:	<u>Kevin McManus</u>	<u>15 Blue Heron Way Acton MA</u> <u>01720</u>	<u>6/30/01</u>
Treasurer:	<u>N/A</u>		
Clerk: (or Secretary)	<u>Naomi McManus</u>	<u>15 Blue Heron Way Acton MA</u> <u>01720</u>	<u>6/30/01</u>
Directors: (or Officers having the powers of Directors)	<u>Peter Berry</u>	<u>39 Faulkner Hill Rd. Acton MA</u> <u>01720</u>	<u>6/30/99</u>
	<u>Jana Mullin</u>	<u>74 Alcott St. Acton MA</u> <u>01720</u>	<u>6/30/99</u>
	<u>Pam Shuttle</u>	<u>7 Sachem Way Acton MA</u> <u>01720</u>	<u>6/30/99</u>

I, the undersigned Naomi E. McManus being the Clerk of the above-named corporation, in compliance with General Laws, Chapter 180, hereby certify that the information above is true and correct as of the dates shown.

IN WITNESS WHEREOF AND UNDER PENALTIES OF PERJURY, I hereto sign my name on this Monday day of November, 1999.

Signature: Naomi E. McManus Title: Clerk
 Contact Person: Naomi E. McManus Contact Person Telephone #: (978) 263-4776

The Commonwealth of Massachusetts

FEE: \$15.00

William Francis Galvin
 Secretary of the Commonwealth
 One Ashburton Place, Boston, Massachusetts 02108-1512
 Telephone: (617) 727-9640

M.G.L. Ch.180
 Corporation
 Annual Report

ANNUAL REPORT

FEDERAL IDENTIFICATION

Filing for November 1, 19 99

NO. 11-8272017

In compliance with the requirements of Section 26A of Chapter one hundred and eighty (180) of the General Laws:

1. NAME: Acton Community Housing Corporation
2. ADDRESS: P.O. Box 681 68 Windsor Ave
(number) (street)
- Acton MA 01720
(city or town) (state) (zip)
3. DATE OF THE LAST ANNUAL MEETING: 7/1/99

4. State the names and addresses of all officers, including all the directors of the corporation, and the date on which the term of office of each expires: (PLEASE TYPE OR PRINT).

NAME OF OFFICE	NAME	ADDRESSES Number, Street, City or Town, State and Zip Code	EXPIRATION OF TERM OF OFFICE
President:	Plancy Tavernier	35 Mohawk St. Acton MA 01720	6/30/01
Treasurer:	NA		
Clerk: (or Secretary)	Naomi McManus	15 Blue Heron Way, Acton MA 01720	6/30/01
Directors: (or Officers having the powers of Directors)	Peter Berry	39 Faulkner Hill Acton MA 01720	6/30/00
	Jana Muller	74 Alcott St. Acton MA 01720	6/30/01
	Kevin McManus	15 Blue Heron Way Acton MA 01720	6/30/01

I, the undersigned Naomi E. McManus being the Clerk of the above-named corporation, in compliance with General Laws, Chapter 180, hereby certify that the information above is true and correct as of the dates shown.

IN WITNESS WHEREOF AND UNDER PENALTIES OF PERJURY, I hereto sign my name on this Monday day of November, 1999.

Signature: Naomi E. McManus Title: Clerk

Contact Person: Naomi E. McManus Contact Person Telephone #: (978) 263-4776

DEUTSCH WILLIAMS BROOKS
DeRENSIS HOLLAND & DRACHMAN, P.C.
ATTORNEYS AT LAW
99 SUMMER STREET
BOSTON, MASSACHUSETTS 02110-1235
(617) 951-2300
FAX (617) 951-2323

Kelly B. Strong
kstrong@dwbboston.com

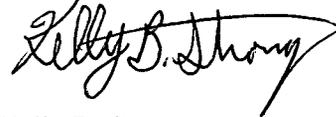
November 24, 1999

Betty McManus, Treasurer
Acton Housing Authority
P.O. Box 681
68 Windsor Avenue
Acton, MA 01720

Dear Ms. McManus:

Pursuant to our conversation, please find enclosed 2 original Affidavits to be executed by you and returned to me at your earliest possible convenience. You may retain a copy for your records. Thank you.

Very truly yours,



Kelly B. Strong

KBS:pah
Enclosure

::ODMA\GRPWISE\DW.Boston.Lib1:32772.1
(9999.18)

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS

SUPREME JUDICIAL COURT
EQUITY NO.

ACTON COMMUNITY HOUSING)
CORPORATION,)
)
Plaintiff,)
)
vs.)
)
THOMAS REILLY, AS HE IS THE)
ATTORNEY GENERAL OF THE)
COMMONWEALTH OF MASSACHUSETTS,)
)
Defendant.)

**AFFIDAVIT OF ACTON COMMUNITY HOUSING CORPORATION
FINANCIAL ACTIVITY**

Since the filing of the 1997 PC Form, which was marked final, the Acton Community Housing Corporation has had no financial activity.

SIGNED UNDER THE PAINS AND PENALTIES OF PERJURY THIS ____ DAY OF _____, 1999.

Betty McManus, Treasurer
Acton Housing Authority
P.O. Box 681
68 Windsor Avenue
Acton, MA 01720

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS

SUPREME JUDICIAL COURT
EQUITY NO.

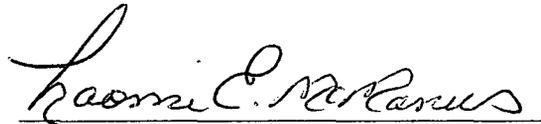
ACTON COMMUNITY HOUSING)
CORPORATION,)
)
Plaintiff,)
)
vs.)
)
THOMAS REILLY, AS HE IS THE)
ATTORNEY GENERAL OF THE)
COMMONWEALTH OF MASSACHUSETTS,)
)
Defendant.)

**AFFIDAVIT OF ACTON COMMUNITY HOUSING CORPORATION
FINANCIAL ACTIVITY**

Since the filing of the 1997 PC Form, which was marked final, the Acton Community Housing Corporation has had no financial activity.

SIGNED UNDER THE PAINS AND PENALTIES OF PERJURY THIS 2 DAY OF

December, 1999.



Naomi E. McManus, Clerk
Acton Housing Authority
P.O. Box 681
68 Windsor Avenue
Acton, MA 01720

DEUTSCH WILLIAMS BROOKS
DERENSIS HOLLAND & DRACHMAN, P.C.
ATTORNEYS AT LAW
99 SUMMER STREET
BOSTON, MASSACHUSETTS 02110-1235
(617) 951-2300
FAX (617) 951-2323

Kelly B. Strong
kstrong@dwbboston.com

January 7, 2000

VIA HAND DELIVERY & RETURN TRIP

Clerk
SUPREME JUDICIAL COURT, Room 1404
New Court House, Pemberton Square
Boston, Massachusetts 02108

Re: Acton Community Housing Corporation
Vs: Thomas Reilly, As He Is The Attorney General of
The Commonwealth of Massachusetts

Dear Sir or Madam:

In connection with the above-referenced complaint, enclosed for filing on behalf of the plaintiff Acton Community Housing Corporation are an original. As evidence of filing, kindly file-stamp one of the enclosed copies and return same to the attending messenger.

Thank you for your assistance in this matter.

Very truly yours,



Kelly B. Strong

:slj

Enclosures

cc: Peter J. Berry, Esquire

(36024)

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS

SUPREME JUDICIAL COURT
EQUITY NO.

ACTON COMMUNITY HOUSING)
CORPORATION,)
)
Plaintiff,)
)
vs.)
)
THOMAS REILLY, AS HE IS THE)
ATTORNEY GENERAL OF THE)
COMMONWEALTH OF MASSACHUSETTS,)
)
Defendant.)

COMPLAINT FOR VOLUNTARY DISSOLUTION

The Plaintiff, Acton Community Housing Corporation, respectfully requests dissolution pursuant to G.L. c. 180, Section 11A as follows:

1. Thomas Reilly is the duly elected and qualified Attorney General of the Commonwealth of Massachusetts.

2. The Plaintiff is a corporation for charitable purposes organized and existing pursuant to Chapter 180 of the Massachusetts General Laws.

3. The charitable purposes for which the Plaintiff was organized are as follows:

To operate exclusively for charitable and educational purposes and to promote the provision of affordable housing within the Town of Acton, and generally do all acts and things permitted to non-profit corporations under the provisions of Chapter 180 of the General Laws of Massachusetts and Section 501 (c) (3) of the Internal Revenue Code of 1954, as from time to time amended.

4. The Town of Acton Board of Selectmen has determined that the purposes of the Plaintiff and the interests of the citizens of the Town of Acton would be best served by the dissolution of the Plaintiff and the transfer of its functions to a board appointed by the Board of Selectmen.

5. After due deliberation, the Plaintiff's Board of Directors, which is its governing body, by a series of resolutions passed by a majority of said Directors at a meeting duly called and held on June 19, 1997, has determined that the Plaintiff has fulfilled its corporate purposes and that this Complaint for Dissolution should be presented to the Supreme Judicial Court. Furthermore, said resolutions were adopted, ratified and confirmed in a written document dated October 7, 1999, executed by all of the Plaintiff's

Directors. A true copy of said document is annexed as Exhibit "A" and made a part of this Complaint.

6. The Plaintiff states that all debts, liabilities and obligations to creditors have been satisfied in full and discharged as set forth in its final annual report (Form PC), and affidavits reflecting any subsequent financial activity are annexed as Exhibit "B" and made a part of this Complaint.

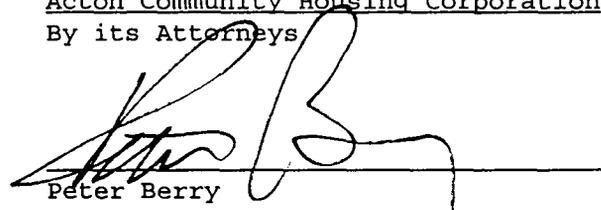
7. The Plaintiff states that it has no assets, funds, or property remaining.

WHEREFORE, the Plaintiff respectfully prays that the Honorable Supreme Judicial Court:

1. Enter an order declaring that the Plaintiff be dissolved as an existing Massachusetts corporation in accordance with the provisions of Section 11A, Chapter 180 of the Massachusetts General Laws, as amended.

RESPECTFULLY SUBMITTED BY

Acton Community Housing Corporation
By its Attorneys

A large, stylized handwritten signature in black ink, appearing to read 'Peter Berry', is written over a horizontal line.

Peter Berry
Deutsch Williams Brooks
DeRensis Holland & Drachman
99 Summer Street
Boston, MA 02110
(617) 951-2300
B.B.O. # 041560

CLERK'S CERTIFICATION OF VOTE

The undersigned Naomi E. McManus, Clerk of Acton Community Housing Corporation, a Massachusetts non-profit corporation, hereby certifies that a meeting of the Board of Directors the Corporation duly called for the purpose and held on October 7, 1999, at which meeting a quorum consisting of five (5) directors were present and voting throughout, the following resolution were adopted unanimously:

VOTED: That the Directors deem it desirable and in the best interests of the Corporation to liquidate and dissolve the Corporation and that the liquidation and dissolution thereof is hereby approved.

VOTED: The President and other officers of the Corporation, and each of them, be, and is hereby, authorized and directed, on behalf of the Corporation, to take all actions, pay all expenses, execute all documents, file all papers (including, without limitation, the Statuary Petition for Dissolution with the Supreme Judicial Court) and any and all other action that they may deem necessary or desirable in connection therewith for the purpose of effecting such dissolution of the Corporation and the complete liquidation of the Corporation and winding up of its business affairs.

VOTED: That all of the assets of the Corporation which remain after the payment of liabilities, subject to the approval of the Supreme Judicial Court, be distributed to Acton Housing Authority a Massachusetts non-profit State Housing Authority.

Witness my hand and the seal of this corporation this 7th day October, 1999.



Naomi E. McManus, Clerk

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS

SUPREME JUDICIAL COURT
EQUITY NO.

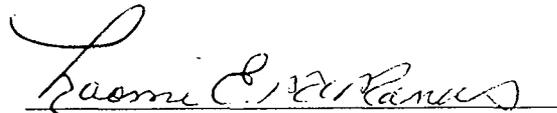
ACTON COMMUNITY HOUSING)
CORPORATION,)
)
Plaintiff,)
)
vs.)
)
THOMAS REILLY, AS HE IS THE)
ATTORNEY GENERAL OF THE)
COMMONWEALTH OF MASSACHUSETTS,)
)
Defendant.)

**AFFIDAVIT OF ACTON COMMUNITY HOUSING CORPORATION
FINANCIAL ACTIVITY**

Since the filing of the 1997 PC Form, which was marked final, the Acton Community Housing Corporation has had no financial activity.

SIGNED UNDER THE PAINS AND PENALTIES OF PERJURY THIS 2 DAY OF

December, 1999.



Naomi E. McManus, Clerk
Acton Housing Authority
P.O. Box 681
68 Windsor Avenue
Acton, MA 01720

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS

SUPREME JUDICIAL COURT
EQUITY NO.

ACTON COMMUNITY HOUSING)
CORPORATION,)
)
Plaintiff,)
)
vs.)
)
THOMAS REILLY, AS HE IS THE)
ATTORNEY GENERAL OF THE)
COMMONWEALTH OF MASSACHUSETTS,)
)
Defendant.)

MOTION FOR ENTRY OF JUDGEMENT

Now comes the Plaintiff in the above matter and moves that a Judgement be entered in the form attached hereto.

Assented to:

Acton Community Housing Corporation
By Its Attorneys

Suzanne Rosenberg
 Assistant Attorney General
 Division of Public Charities
 Department of the Attorney
 General
 One Ashburton Place
 Boston, MA 02108
 (617) 727-2235
 B.B.O. # 553 594

Peter Berry
 Peter Berry
 Deutsch Williams Brooks
 DeRensis Holland & Drachman
 99 Summer Street
 Boston, MA 02110
 (617) 951-2300
 B.B.O. # 041560

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS

SUPREME JUDICIAL COURT
EQUITY NO.

ACTON COMMUNITY HOUSING)
CORPORATION,)
)
Plaintiff,)
)
vs.)
)
THOMAS REILLY, AS HE IS THE)
ATTORNEY GENERAL OF THE)
COMMONWEALTH OF MASSACHUSETTS,)
)
Defendant.)

JUDGEMENT

On Plaintiff's Motion for Entry of Judgement, it appearing that the Defendant, Thomas Reilly, Attorney General of the Commonwealth, has assented thereto,

NOW, THEREFORE, it is adjudged and ordered:

1. That the Plaintiff, Acton Community Housing Corporation is hereby dissolved.

By the Court:

Date: _____

F. DORE HUNTER
VANETTA M. HUNTER
3 FOSTER ST.
ACTON, MA 01720

5-39
110 2117

2101

Date 4 January 19 2000

Pay to the order of Clerk of Supreme Judicial Court \$ 160.00

One Hundred and Sixty Dollars

 Security features
embossed
on back.

BankBoston, N.A.

 **BankBoston**

BankBoston, N.A. - Boston, Massachusetts

For _____



MP

⑆0⑆1⑆000390⑆ 76⑆ 66307⑆ 2⑆0⑆1⑆

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, ss.

SUPREME JUDICIAL COURT
FOR SUFFOLK COUNTY
SJ-2000-0014

ACTON COMMUNITY HOUSING CORPORATION

v.

THOMAS F. REILLY, as he is the ATTORNEY GENERAL
of the COMMONWEALTH of MASSACHUSETTS

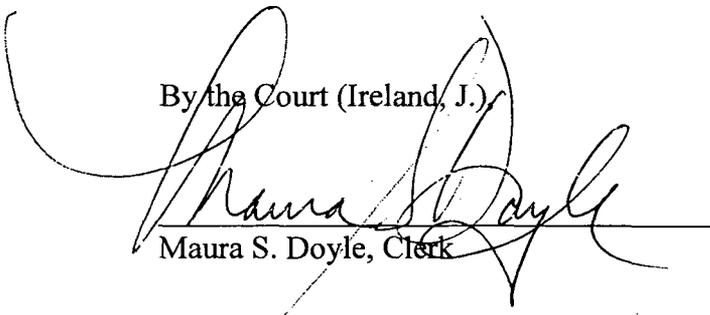
JUDGMENT

On Plaintiff's Motion for Entry of Judgment, it appearing that the Defendant Thomas F. Reilly, Attorney General of the Commonwealth of Massachusetts, by and through Deirdre Rosenberg, Assistant Attorney General, has assented thereto,

NOW, THEREFORE, it is adjudged and ordered:

1. That the Plaintiff, Acton Community Housing Corporation, is hereby dissolved.

By the Court (Ireland, J.)


Maura S. Doyle, Clerk

Entered: January 14, 2000



The Commonwealth of Massachusetts
SUPREME JUDICIAL COURT
FOR SUFFOLK COUNTY
1404 COURTHOUSE
BOSTON, MASSACHUSETTS 02108
January 14, 2000

MAURA S. DOYLE
CLERK
(617) 557-1050/557-1100
FAX (617) 523-1540

Peter Berry, Esquire
Boston Housing Authority
615 City Hall
Boston, MA 02111

ASSISTANT CLERKS
LILLIAN C. ANDRUSZKIEWICZ (617) 557-1184
GEORGE E. SLYVA (617) 557-1185
FRANCIS V. KENNEALLY (617) 557-1186

RE: No. SJ-2000-0014

ACTON COMMUNITY HOUSING CORPORATION

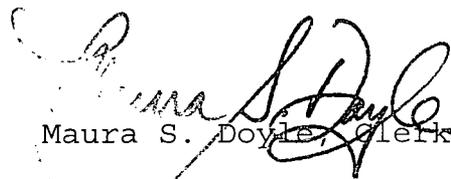
vs.

THOMAS F. REILLY, AS HE IS THE ATTORNEY GENERAL OF THE
COMMONWEALTH OF MASSACHUSETTS

NOTICE OF DOCKET ENTRY

You are hereby notified that on January 14, 2000, the
following was entered on the docket of the above referenced case:

JUDGMENT:.. "That the Plaintiff, Acton Community Housing
Corporation, is hereby dissolved." (Ireland, J.)


Maura S. Doyle, Clerk

To: Peter Berry, Esquire
Deirdre Rosenberg, Assistant Attorney General

DEUTSCH WILLIAMS BROOKS
DERENSIS HOLLAND & DRACHMAN, P.C.
ATTORNEYS AT LAW
99 SUMMER STREET
BOSTON, MASSACHUSETTS 02110-1235
(617) 951-2300
FAX (617) 951-2323

Kelly B. Strong
kstrong@dwbboston.com

January 20, 2000

Via Certified Mail, RRR
Betty McManus, Treasurer
Acton Housing Authority
P.O. Box 681
68 Windsor Avenue
Acton, MA 01720

Re: No. SJ-2000-0014
Acton Community Housing Corporation

Dear Ms. McManus:

Enclosed are the following original documents regarding the above referenced matter for your retention:

Notice of Docket Entry

Judgement (Entered January 14, 2000)

If you have any questions, please phone me.

Very truly yours,



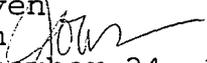
Kelly B. Strong

KBS:sw
Enclosure

cc: Peter J. Berry

37172(9998.25)

MEMORANDUM

TO: Steven
FROM: Joan 
DATE: September 24, 1997
RE: Dissolution of ACHC

I need the following information from ACHC before I can complete the necessary paperwork.

1. I need a copy of the most recently filed Form PC Annual Report which gets filed with the Division of Public Charities.

I have ordered copies from the Secretary of the Commonwealth.

NOTE: The corporation needs to be up to date with all of its filings. If they are not, they will need to prepare and file all reports to bring them up to date.

Annual reports are due at the Division of Public Charities on the 15th day of the 5th month following the corporation's fiscal year end.

2. ACHC will need to prepare an Affidavit of Financial Activity which covers the period from the date covered by the last Annual Report to the date of filing. This needs to be attached to the Complaint for Dissolution.
3. The filing fee for the Complaint is \$160.00 and should be made payable to the Commonwealth of Massachusetts.
4. What date should I plug in for the meeting of the board of directors authorizing the dissolution?



The Commonwealth of Massachusetts
 Office of the Attorney General
 One Ashburton Place
 Boston, MA 02108-1698

SCOTT HARSHBARGER
 ATTORNEY GENERAL
 (617) 727-2200

DATE: JANUARY 29, 1998
 FILE# 22877

FIRST NOTICE

ACTON COMMUNITY HOUSING CORP
TOWN HALL
ACTON, MA 01720

TO WHOM IT MAY CONCERN:

We have received your Form PC for the fiscal year ending 9/30/97. A review of your form indicates that required data was omitted. In order to make it possible to process your form, please submit:

- | | |
|--|--|
| <input type="checkbox"/> Federal Form 990 | <input type="checkbox"/> \$_____ Filing Fee |
| <input type="checkbox"/> Federal Form 1120 | <input type="checkbox"/> Schedule RO Question I |
| <input type="checkbox"/> Current list of Officers/ Trustees | <input type="checkbox"/> Schedule RO Question II |
| <input type="checkbox"/> Schedule B of Form PC | <input type="checkbox"/> Certified Audit |
| <input type="checkbox"/> Probate Account | <input type="checkbox"/> Opinion Letter for Audit |
| <input type="checkbox"/> Schedule A-1 and A-2 | <input type="checkbox"/> Review Statement |
| <input type="checkbox"/> Certification by TWO Officers or Trustees (Page 7 enclosed) | <input type="checkbox"/> Opinion Letter for Review Statement |
| <input type="checkbox"/> Certification by ONE Officers or Trustees (Page 5 enclosed) | <input type="checkbox"/> By-laws |
| <input type="checkbox"/> Check wrong amount. Should be \$_____ | <input type="checkbox"/> Articles of Organization and any Amendments |
| | <input type="checkbox"/> Wrong Form please complete revised Form(s) |

Other: ANSWER QUESTION 7 PAGE 3 AND RETURN

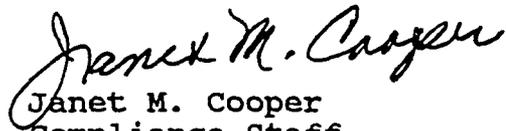
Please note that Massachusetts General Laws, Chapter 12, Section 8F, requires the filing of an annual Form PC with attachments. Further section, §8F further requires that organizations with gross support and revenue in excess of \$100,000 must file an review financial statement and organizations with gross support and revenue in excess of \$250,000 must file an audited financial statement with the Division of Public Charities each year.

This review statement or audit must be prepared in accordance with generally accepted accounting principles and reporting practices prescribed by the American Institute of Certified Public Accountants, and it must be examined by an Independent Certified Public Accountant in accordance with generally accepted review standards for the purpose of expressing an opinion thereupon.

You should also be aware that under M.G.L. c.68, §19, organizations that solicit funds from the public must apply annually and be issued a Certificate of Registration prior to the solicitation of funds.

Please send your response to my attention by FEBRUARY 29, 1998. Kindly refer to your file number noted above on all correspondence with this office. All walk-in requests or telephone inquiries should be made between the hours of 10am and 4pm.

Sincerely,



Janet M. Cooper
Compliance Staff
Division of Public Charities
Public Protection Bureau
(617) 727-2200 ext. 2124

WPPJC4/1231-8

QUESTIONNAIRE

All questions must be completed in their entirety whether or not similar questions are answered in an attached federal form. See instructions and definition section for guidance.

1. On what date was the organization created? 8/13/87
Where? ACTON MA 01720

2. What is the form of the organization?
Corporation Unincorporated association _____
Testamentary trust _____ Inter vivos trust _____
Other (please describe) _____

3. Describe the programs and activities conducted by the organization: AFFORDABLE HOUSING
ACTON TOWN PARTNERSHIP

4. Has the organization ever been judicially or administratively enjoined or prohibited from operating or from soliciting contributions? Yes _____ No X
If yes, please attach an explanation.

5. List the name, amount of compensation paid and the nature of services rendered by each of the organization's FIVE highest paid consultants providing professional services (e.g., attorneys, architects, accountants, management companies, investment advisors, professional solicitors, professional fundraising counsel).

- 1) _____
- 2) _____
- 3) _____
- 4) _____
- 5) _____

PLEASE CONSULT THE INSTRUCTIONS AND DEFINITION SECTION FOR GUIDANCE IN ANSWERING QUESTIONS 6-11.

6. List the total compensation you provided to your chief executive (e.g., executive director) plus the four other current or former directors, trustees, officers or employees to whom you provided the highest total compensation.

NAME & TITLE	HOURS PER WEEK	SALARY & OTHER INCOME	BENEFIT PLANS	OTHER COMPENSATION
1) <u>ALL OFFICERS + DIRECTORS ARE VOLUNTEERS</u>				
2) _____				
3) _____				
4) _____				
5) _____				

Was any compensation provided to any of the listed individuals which is not quantified above? Yes _____ No X If yes, attach explanation.

EXECUTIVE COMPENSATION PAID WITHIN A SYSTEM OF RELATED ORGANIZATIONS WILL BE REPORTED AT QUESTION 9 AND IN SCHEDULE RO.

7. This question involves "Termination of Employment or Change of Control Compensatory Arrangements" with certain "Related Parties" (see instructions and definition section). Report only if payments made or promised to any individual are in excess of four months salary or \$100,000, whichever dollar amount is less.

(a) Did you make actual payments or otherwise transfer value under such an arrangement to any individual described in Related Party definition, sections (a) or (b), which payments are not reported in question 6 or 6a above? Yes _____ No X

If yes, attach a schedule showing payments or other value transferred and to whom.

(b) Do you have an agreement with any individual described in Related Party definition, section (a) or (b), containing such an arrangement? Yes _____ No X
If yes, attach an explanation identifying the individual(s) with whom you have an agreement and describing the terms of each agreement.

8. This question applies to related party transactions, which include transactions with officers, directors, trustees, certain employees, relatives, and organizations they own or control. Please consult the instructions and definition section, for the definition of a "Related Party" and "Indebtedness," before answering. Note that transactions involving related parties must be reported even when there is no accounting recognition (e.g., in-kind gifts, waiver of interest not otherwise reported).

If the answer to any part of Question 8 is "Yes", attach a schedule stating the name and address of the related party, the nature of the transaction, the value or the amounts involved in the transaction, and the procedure followed in authorizing the transaction.

During the year has your organization -	YES	NO
a. Sold or transferred assets to or purchased assets from or exchanged assets with a related party?	---	<u>X</u>
b. Leased assets to or leased assets from a related party?	---	<u>X</u>
c. Been indebted to a related party?	---	<u>X</u>
d. Allowed a related party to be indebted to it?	---	<u>X</u>
e. Made or held an investment in a related party?	---	<u>X</u>



SCOTT HARSHBARGER
ATTORNEY GENERAL
(617) 727-2200

The Commonwealth of Massachusetts
Office of the Attorney General
One Ashburton Place
Boston, MA 02108-1698

April 3, 1998

Kevin J. McManus
Acton Community Housing Corporation, Inc.
Town Hall
Acton, MA 01720

Re: Dissolution of a Mass. Charitable Corporation
Acton Community Housing Corporation, Inc (022877)

Dear Mr. McManus:

This Division has received your latest financial report, Form PC, marked "Final", indicating that the charitable corporation is no longer doing business. Please be advised that when a Massachusetts charitable corporation no longer wishes to exist it must dissolve through the Supreme Judicial Court, pursuant to M.G.L. c.180 §11A. *This is the only legal means by which dissolution can be achieved.*

A review of the PC Form, annual report, filed for FYE 1997 indicates that a required information was not sent in. Before this division can review a complaint for dissolution, and to bring the above-named organization into compliance with Massachusetts General Laws c. 12 §8F, please submit the following:

1. Federal Form 990EZ, page 2, needs to be completed. *Please send this to my attention.*

To aid you during this dissolution process, we have enclosed a copy of our "dissolution packet." Please read it and follow the instructions carefully. If you have any questions regarding this matter, please contact me at the number below.

Sincerely,

A handwritten signature in cursive script that reads "Beth McGillicuddy".

Beth McGillicuddy
Compliance Staff
Division of Public Charities
Public Protection Bureau
(617) 727-2200 x2150



ACTON COMMUNITY HOUSING CORPORATION
P.O. BOX 681
ACTON, MA 01720

May 4, 1998

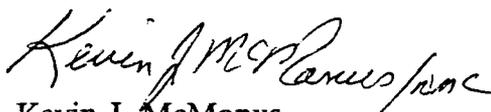
Ms. Beth McGillicuddy
Compliance Staff
Division of Public Charities
Public Protection Bureau
Massachusetts Office of Attorney General
One Ashburton Place
Boston, Ma 02108-1698

Dear Ms. McGillicuddy:

Enclosed please find page 2 of the Federal Form 990EZ which your office has requested in order that the Acton Community Housing Corporation (ACHC) is in compliance with M.G.L. c. 12 & 8F. As our previous communication to your office indicated the ACHC wishes to dissolve the Corporation. I believe we have now forwarded all the necessary information in order for a final review our compliant for dissolution.

Should you have any further questions regarding this matter please feel free to contact me directly at my work number listed below. Thank you in advance for your attention to this matter.

Sincerely,



Kevin J. McManus
Treasurer of the ACHC
(978) 369-1290

Part III Statement of Program Service Accomplishments (See Specific Instructions on page 29.)

What is the organization's primary exempt purpose? PROVISION OF AFFORDABLE HOUSING
 Describe what was achieved in carrying out the organization's exempt purposes. Fully describe the services provided, the number of persons benefited, or other relevant information for each program title.

28	(Grants \$)	28a
29	(Grants \$)	29a
30	(Grants \$)	30a
31	(Grants \$)	31a
32	Total program service expenses (add lines 28a through 31a)	32 <u>0</u>

Part IV List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated. See Specific Instructions on page 29.)

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation	(E) Expense account and other allowances
KEVIN McMANUS - TREASURER	2	0	0	0
PETER BERRY - PRESIDENT	2	0	0	0
NAOMI E. McMANUS SECRETARY	4	0	0	0

Part V Other Information (See Specific Instructions on page 30.)

	Yes	No
33 Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity		<input checked="" type="checkbox"/>
34 Were any changes made to the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes.		<input checked="" type="checkbox"/>
35 If the organization had income from business activities, such as those reported on lines 2, 6, and 7 (among others), but NOT reported on Form 990-T, attach a statement explaining your reason for not reporting the income on Form 990-T.	<input checked="" type="checkbox"/>	
a Did the organization have unrelated business gross income of \$1,000 or more or section 6033(e) tax for lobbying expenditures?		<input checked="" type="checkbox"/>
b If "Yes," has it filed a tax return on Form 990-T for this year?	<input checked="" type="checkbox"/>	
36 Was there a liquidation, dissolution, termination, or substantial contraction during the year? (If "Yes," attach a statement.)	<input checked="" type="checkbox"/>	
37a Enter amount of political expenditures, direct or indirect, as described in the instructions. ▶ 37a <u>0</u>	<input checked="" type="checkbox"/>	
b Did the organization file Form 1120-POL for this year?	<input checked="" type="checkbox"/>	
38a Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee OR were any such loans made in a prior year and still unpaid at the start of the period covered by this return?	<input checked="" type="checkbox"/>	
b If "Yes," attach the schedule specified in the line 38 instructions and enter the amount involved.	38b	
39 501(c)(7) organizations.—Enter: a Initiation fees and capital contributions included on line 9	39a	
b Gross receipts, included on line 9, for public use of club facilities	39b	
40a 501(c)(3) organizations.—Enter: Amount of tax paid during the year under: section 4911 ▶ ; section 4912 ▶ ; section 4955 ▶		
b 501(c)(3) and 501(c)(4) organizations.—Did the organization engage in any section 4958 excess benefit transaction during the year? If "Yes," attach a statement explaining each transaction		<input checked="" type="checkbox"/>
c Enter: Amount of tax paid by the organization managers or disqualified persons during the year under section 4958 ▶		
d Enter: Amount of tax in 40c, above, reimbursed by the organization ▶		
41 List the states with which a copy of this return is filed. ▶ MASSACHUSETTS		
42 The books are in care of ▶ KEVIN McMANUS Telephone no. ▶ (978) 263-3738 Located at ▶ Afton Housing Authority, Afton, MA ZIP + 4 ▶ 01920		
43 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041—Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the tax year ▶ 43		

Please Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. (See General Instructions, page 8.)

Signature of officer: Kevin McManus Date: 1/5/98 Type or print name and title: KEVIN McMANUS - TREASURER

Paid Preparer's Use Only

Preparer's signature: _____ Date: _____ Check if self-employed Preparer's SSN: _____
 Firm's name (or yours if self-employed) and address: _____ EIN: _____ ZIP + 4: _____



SCOTT HARSHBARGER
ATTORNEY GENERAL

(617) 727-2200

The Commonwealth of Massachusetts

Office of the Attorney General

One Ashburton Place,

Boston, MA 02108-1698

0037N

3/95

RE: DISSOLUTION OF A MASSACHUSETTS CHARITABLE CORPORATION

TO WHOM IT MAY CONCERN:

In order for a charitable corporation to dissolve, the corporation must follow the procedures outlined in Massachusetts General Laws, Chapter 180, Section 11A (copy enclosed). The Attorney General must be made a party to the dissolution proceeding. (M.G.L. Chapter 12, Sections 8 and 8G).

The statute requires dissolving corporations to file their dissolution papers with the Supreme Judicial Court; however, these papers must first be submitted to the Attorney General for review. In most cases, the Attorney General will assent to the requested relief, which greatly simplifies the court proceeding.

In order for the Attorney General to assent to a dissolution, the corporation must be current in its filing of annual reports (Form PC) to the Division of Public Charities, as required by M.G.L. c. 12, §8F. Therefore, as a first step, you should ensure that your organization's filings are current, and if not, send us all missing annual reports, with fees, up to the present. If your organization cannot comply with the financial reporting requirements, contact this office to discuss the situation and explore alternate arrangements.

Organizations which are not required to file annual reports, such as churches, should instead submit an affidavit summarizing the last three years' financial activities. This affidavit should be attached to the Complaint as Exhibit "B".

Pursuant to M.G.L. c.180 §11A, the Complaint must include the following essential information: (1) the authorization for dissolution by a majority vote of the Board of Directors (to be referenced in the complaint as Exhibit "A"); (2) the grounds for the dissolution; (3) if funds remain in the organization, a request for authorization to transfer the funds to another organization to use for a similar charitable purpose either for

its general purposes or for a special purpose, and (4) final Form PC and an affidavit of financial activity subsequent to the closing date of the PC (to be referenced in the Complaint as Exhibit "B"). If you have assets to transfer, the Complaint should also include the charitable purpose of the dissolving organization and an explanation of how the successor organization's purposes are similar to those of the dissolving charity.

Sample materials are attached to aid you in preparing the necessary documents. Please note that these samples are provided as a guide only. They should not be copied exactly, but used as a model or outline.

Dissolving charities generally fall into one of two categories: (a) those which presently have no assets or will have no assets after payment of remaining debts; and (b) those with assets which will be transferred to another organization or corporation with similar charitable purposes at the time of dissolution, after payment of remaining debts. Assets may not be transferred prior to court approval. If the corporation's liabilities exceed its assets the attached samples may not apply. Please consult your attorney to deal with the special issues which arise when liabilities exceed assets.

"Packet A" contains sample materials to be used by charities with no assets to transfer. "Packet B" contains samples to be used by charities who will be transferring assets.

A. Charities With No Assets

Packet A contains the following sample documents:

- 1) Sample Complaint
- 2) Motion for Entry of Judgment
- 3) Judgment

Charities with no assets at the time of dissolution must take the steps outlined in the sample Complaint contained in Packet A. Prepare the Complaint, ensuring that Exhibits "A" and "B" are attached, plus a Motion for Entry of Judgment and an Order for Judgment. Packet A contains samples of these three documents. Again, these documents are to be used as a guide only. In each document, the circumstances of your individual case must be stated.

After preparation of the documents forward the originals and one copy of each to the Division of Public Charities. If your financial filings (Form PC) with this office are not up-to-date, forward all delinquent reports and filing fees along with the Complaint. If there has been any financial activity since the filing of your final Form PC, do not neglect

to include an affidavit of financial activity in Exhibit "B". We will review these documents and if all are in order, we will sign the line provided for our assent on the Motion for Entry of Judgment and return the originals to you for filing with the Supreme Judicial Court. The filing fee of \$160.00, made payable to the Commonwealth of Massachusetts, must accompany your filing with the SJC.

B. Charities With Assets To Transfer At The Time Of Dissolution

Packet B contains the following sample documents:

- 1) Sample Complaint
- 2) Motion for Entry of Interlocutory Order
- 3) Interlocutory Order
- 4) Affidavit of Receipt
- 5) Affidavit of Compliance
- 6) Motion for Judgment
- 7) Judgment

Charities with assets to transfer at the time of dissolution must follow two additional procedures: (1) moving for an Interlocutory Order to obtain the Court's approval of the transfer of the charity's funds or property and then (2) certifying to the Court that the transfer has been completed. Please note that the entity to which the assets are to be transferred must have a charitable purpose similar to that of the dissolving organization or else must agree to use the assets in accordance with the dissolving organization's purpose, which use may be for the transferee's general purposes or a specified special purpose. For situations involving multiple transfers, special instructions are provided at the end of this packet.

Charities with assets to transfer should begin by preparing the Complaint, Motion for Entry of Interlocutory Order and Interlocutory Order. Packet B contains samples of these documents, to be used as a guide only. On each document, the circumstances of your individual case must be stated. Forward the originals and one copy of each to the Division of Public Charities. If there has been any financial activity since the filing of your final Form PC, do not neglect to include an affidavit of financial activity in Exhibit "B". We will review these documents and, if all are in order, we will sign the line provided for our assent on the Motion for Entry of Interlocutory Order and return the originals to you for filing with the Supreme Judicial Court.

The SJC will then review the pleadings and sign the Interlocutory Order. After you have received the Court's entry of the Interlocutory Order, send to our office a copy of the

signed order, and then transfer the funds as directed in the Court's order and prepare two affidavits regarding the transfer of the funds:

(1) An Affidavit of Compliance, signed by your organization, indicating compliance with the Interlocutory Order; and

(2) An Affidavit of Receipt, signed by the organization designated to receive the assets, indicating that the funds have been received.

Next, forward the originals and one copy each of the two affidavits, the Motion for Entry of Judgment, and the Judgment to our office for review. After our review, if all documents are in order, we will sign on the assent line and return the documents to you for you to file them with the SJC. The filing fee of \$160.00, made payable to the Commonwealth of Massachusetts, must accompany your filing with the SJC.

If you have questions which are not addressed in this packet of information, please contact this office.

Very truly yours,
Division of Public Charities
Public Protection Bureau
(617) 727-2200 x.2101

KH3.33.1

PACKET A

SAMPLE COMPLAINT FOR
CHARITIES WITHOUT FUNDS

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

SUPREME JUDICIAL COURT
EQUITY NO.

CHARITY, INC.

Plaintiff,

v.

SCOTT HARSHBARGER, AS HE IS
THE ATTORNEY GENERAL OF THE
COMMONWEALTH OF MASSACHUSETTS,
Defendant.

COMPLAINT FOR VOLUNTARY DISSOLUTION

The Plaintiff, Charity, Inc., respectfully requests
dissolution pursuant to G.L. c. 180, Section 11A as follows:

1. Scott Harshbarger is the duly elected and qualified
Attorney General of the Commonwealth of Massachusetts.
2. The plaintiff is a corporation for charitable purposes
organized and existing pursuant to Chapter 180 of the
Massachusetts General Laws.
3. The charitable purposes for which the plaintiff was
organized are as follows:

[Quote or summarize charitable purpose of the
plaintiff, as found in its Articles of Organization]

4. [Paragraph 4 must state the reasons why the charity is dissolving. Please write the most accurate and complete grounds for dissolution as they apply to your individual case. The following are examples only.]

(example) 4a. The charitable purposes for which the Plaintiff was organized have been fulfilled. [Elaborate; give a summary of work performed; explain how purposes have been fulfilled]

OR

(example) 4b. It has become impossible and/or impracticable for the Plaintiff to continue to operate, for the following reasons: [Elaborate - use several paragraphs, if necessary]

OR

(example) 4c. The Plaintiff performed the following work in accordance with the charitable purposes for which it was formed: [_____]; however, Plaintiff has been unable to raise sufficient funds to continue its work [or, Plaintiff has explored and exhausted every feasible alternative for continuation of operation, but no alternative appears to be financially viable]

5. After due deliberation, the Plaintiff's Board of Directors, which is its governing body, by a series of resolutions passed by a majority of said Directors at a meeting duly called and held on _____ [date] _____, has determined that the Plaintiff has fulfilled its corporate purposes [or that it is no longer feasible or possible to carry out the Plaintiff's corporate purposes or, that its corporate viability has ceased] and that this Complaint for Dissolution should be presented to the Supreme Judicial Court. A true copy of said document, including the text of said resolutions, is annexed as Exhibit "A" and made a part of this Complaint.
6. The Plaintiff states that all debts, liabilities and obligations to creditors have been satisfied in full and discharged as set forth in its final annual report (Form PC), and affidavits reflecting any subsequent financial activity, annexed as Exhibit "B" and made a part of this Complaint.
7. The Plaintiff states that it has no assets, funds, or property remaining.

WHEREFORE, the Plaintiff respectfully prays that the
Honorable Supreme Judicial Court:

1. Enter an order declaring that the Plaintiff be dissolved
as an existing Massachusetts corporation in accordance with the
provisions of Section 11A Chapter 180 of the Massachusetts
General Laws, as amended.

RESPECTFULLY SUBMITTED BY
CHARITY, INC.

By Its Attorneys

Esquire
Law Firm

DATE: _____

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

SUPREME JUDICIAL COURT
EQUITY NO.

<hr/>)
CHARITY, INC.)
	Plaintiff,)
)
	v.)
)
SCOTT HARSHBARGER, AS HE IS)
THE ATTORNEY GENERAL OF THE)
COMMONWEALTH OF MASSACHUSETTS,)
	Defendant.)
<hr/>)

MOTION FOR ENTRY OF JUDGMENT

Now comes the Plaintiff in the above matter and moves that
a Judgment be entered in the form attached hereto.

Assented to:

SCOTT HARSHBARGER
ATTORNEY GENERAL

CHARITY, INC.
By Its Attorneys,

Through:

 Assistant Attorney General
 Division of Public Charities
 Public Protection Bureau
 Dept. of the Attorney General
 One Ashburton Place
 Boston, MA 02108
 (617) 727-2200
 B.B.O. #

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

SUPREME JUDICIAL COURT
EQUITY NO.

<hr/>)
CHARITY, INC.)
	Plaintiff,)
)
	v.)
)
SCOTT HARSHBARGER, AS HE IS THE)
ATTORNEY GENERAL OF THE COMMONWEALTH)
OF MASSACHUSETTS)
	Defendant.)
<hr/>)

JUDGMENT

On Plaintiff's Motion for Entry of Judgment, it appearing that the Defendant Scott Harshbarger, Attorney General of the Commonwealth, has assented thereto,

NOW, THEREFORE, it is adjudged and ordered:

1. That the Plaintiff, Charity, Inc. is hereby dissolved.

BY THE COURT:

DATED:

PACKET B
[SEE SPECIAL INSTRUCTIONS AT END FOR MULTIPLE TRANSFEREES]

3. The Defendant, [CHARITY RECEIVING ASSETS], is a corporation for charitable purposes organized and existing pursuant to Chapter 180 of the Massachusetts General Laws.

4. The charitable purposes for which the plaintiff was organized are, in pertinent part, as follows:

[Quote or summarize purpose of the organization as found in the Articles of Organization]

5. The Defendant, [CHARITY RECEIVING ASSETS], has, as one of its charitable purposes for which it was organized, the following purpose:

[Quote or summarize the purpose of the charitable organization to which the assets will be transferred]

6. [Paragraph 6 must state the reasons why the charity is dissolving. Please write the most accurate and complete grounds for dissolution as they apply to your case. The following are examples only]

(example) 6a. The charitable purposes for which the Plaintiff was organized have been fulfilled.
[Elaborate; Give a summary of work performed; Explain how purposes have been fulfilled.]

OR

(example) 6b. It has become impossible and/or impracticable for the Plaintiff to continue to operate, for the following reasons: [Elaborate - use several paragraphs, if necessary]

OR

(example) 6c. The Plaintiff performed the following work in accordance with the charitable purposes for which it was formed: [_____]; however, Plaintiff has been unable to raise sufficient funds to continue its work [or, Plaintiff has explored and exhausted every feasible alternative for continuation of operation, but no alternative appears to be financially viable]

7. After due deliberation, the Plaintiff's Board of Directors, which is its governing body, by a series of resolutions passed by a majority of said Directors at a meeting duly called and held on _____ [date] _____, has determined that the Plaintiff has fulfilled its corporate purposes [or that it is no longer feasible or possible to carry out the Plaintiff's corporate purposes or, that its corporate viability has ceased] and that this Complaint for Dissolution should be presented to the Supreme Judicial Court. A true copy of said document, including the text of said resolutions, is annexed as Exhibit "A" and made a part of this Complaint. [The resolutions should indicate whether the transferee is to use the assets transferred for its general purposes or a special purpose.]

8. It is the collective judgment and recommendation of the Plaintiff's Board of Directors as expressed in the resolutions referred to above that, upon dissolution, Plaintiff's funds, assets and property remaining after payment of the Plaintiff's lawful debts, liabilities and obligations should be paid over or conveyed, as the case may be, to the [CHARITY RECEIVING ASSETS] to be used for the purposes of [state purpose: - whether for general purposes or a special purpose, or incorporate terms of resolution by reference].
9. The Defendant, [CHARITY RECEIVING ASSETS], has agreed to accept the Plaintiff's funds, assets and property for the purposes as stated in paragraph 5, above, subject to authorization of the Supreme Judicial Court pursuant to the provisions of Section 11A of Chapter 180 of the Massachusetts General Laws, as amended, and to expend or use said funds, assets and property solely in furtherance of said stated purposes and in accordance with the authorization of the Supreme Judicial Court.
10. As appears in its latest annual report (Form PC) and affidavits reflecting any subsequent financial activity, dated _____, 199__, signed by _____, Treasurer of the Plaintiff, the Plaintiff has assets of \$ _____ and accrued and anticipated liabilities, including costs of dissolution

and final tax returns and annual reports, of

\$. The Plaintiff anticipates that its remaining assets available for distribution to the defendant [_____] will be approximately

\$. A true copy of said annual report and affidavits are annexed hereto as Exhibit "B" and made a part of this Complaint.

11. The Plaintiff avers that all of the funds received by the Plaintiff since its inception have been donated for its general purposes with no restriction of any kind placed upon them by the donors. [If restrictions have been placed on charitable assets, please add, "except as follows" to paragraph 11 and explain what restricted funds the organization has received and how the restricted funds will be used by the accepting organization.]

12. The Plaintiff anticipates that all outstanding debts, liabilities and obligations to creditors will be satisfied in full and discharged, and avers that funds have been prudently reserved therefor.

WHEREFORE, the Plaintiff respectfully prays that the Honorable Supreme Judicial Court:

1. Enter an Interlocutory Order

That the transfer by the Plaintiff to the Defendant, [CHARITY RECEIVING ASSETS], of the Plaintiff's funds, assets and property remaining after satisfaction of its existing debts, obligations, liabilities and final expenses be authorized to be used for the purposes described in paragraph 8 of the Complaint.

2. Upon the filing of affidavits by the Plaintiff and Defendant [CHARITY RECEIVING ASSETS] attesting to the consummation of said transfer, enter a final order declaring:

That the Plaintiff be dissolved as an existing Massachusetts corporation in accordance with the provisions of Section 11A of Chapter 180 of the Massachusetts General Laws, as amended.

RESPECTFULLY SUBMITTED BY
CHARITY, INC.

By Its Attorneys

—
DATE: _____

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS

SUPREME JUDICIAL COURT
EQUITY NO.

_____)
CHARITY, INC.)
	Plaintiff,)
	v.)
)
SCOTT HARSHBARGER, AS HE IS)
THE ATTORNEY GENERAL OF THE)
COMMONWEALTH OF MASSACHUSETTS,)
AND [CHARITY RECEIVING ASSETS])
	Defendants)
_____)

MOTION FOR ENTRY OF INTERLOCUTORY ORDER

Now comes the Plaintiff in the above matter and moves that this Honorable Court enter an Interlocutory Order in the form attached.

Assented to:

CHARITY, INC.
By Its Attorneys,

Assistant Attorney General
Division of Public Charities
Public Protection Bureau
Department of the Attorney General
One Ashburton Place
Boston, MA 02108
(617) 727-2200
B.B.O. #

[CHARITY RECEIVING ASSETS]

By: _____

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

SUPREME JUDICIAL COURT
EQUITY NO.

CHARITY, INC.)

Plaintiff,)

v.)

SCOTT HARSHBARGER, as he is the)
ATTORNEY GENERAL OF THE)
COMMONWEALTH OF MASSACHUSETTS, AND)
[CHARITY RECEIVING ASSETS])

Defendants.)
_____)

INTERLOCUTORY ORDER

On Plaintiff's Motion for Entry of Interlocutory Order, it appearing that the Defendants Scott Harshbarger, Attorney General of the Commonwealth, and [CHARITY RECEIVING ASSETS] have assented thereto,

NOW, THEREFORE, it is adjudged and ordered:

That the Plaintiff transfer to [CHARITY RECEIVING ASSETS] The Plaintiff's net funds, property and assets remaining after satisfaction of its lawful debts, obligations, liabilities and expenses, such assets to be used by [CHARITY RECEIVING ASSETS], for the purpose of [STATE HOW FUNDS WILL BE USED--whether for general purposes or specified special pupose as described in the Complaint.]

By the Court:

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

SUPREME JUDICIAL COURT
EQUITY NO.

_____)
CHARITY, INC.)
	Plaintiff,)
)
	v.)
)
SCOTT HARSHBARGER, as he is the)
ATTORNEY GENERAL OF THE COMMONWEALTH)
OF MASSACHUSETTS, AND THE)
[CHARITY RECEIVING ASSETS])
	Defendants.)
_____)

AFFIDAVIT OF RECEIPT

I, [_____], Executive Director of the Defendant, [CHARITY RECEIVING ASSETS], hereby certify under pains and penalties of perjury that the Plaintiff has transferred to this Defendant funds in the amount of \$_____, in accordance with the Interlocutory Order entered in this matter on the _____ day of _____, 199_____.

Executive Director

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

SUPREME JUDICIAL COURT
EQUITY NO.

<hr/>)
CHARITY, INC.)
	Plaintiff,)
)
	v.)
)
SCOTT HARSHBARGER, as he is the)
ATTORNEY GENERAL OF THE COMMONWEALTH)
OF MASSACHUSETTS, AND)
[CHARITY RECEIVING ASSETS])
	Defendants.)
<hr/>)

AFFIDAVIT OF COMPLIANCE

I, [_____], Treasurer of the Plaintiff, hereby certify under the pains and penalties of perjury that the net funds, property and assets of the Plaintiff remaining after satisfaction of its debts, obligations, liabilities and expenses have been transferred to Defendant, [CHARITY RECEIVING ASSETS], in accordance with the Interlocutory Order entered by the Honorable Supreme Judicial Court in this matter on the _____ day of _____, 199____.

CHARITY, INC.
Treasurer

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS

SUPREME JUDICIAL COURT
EQUITY NO.

CHARITY, INC.)
)
Plaintiff,)
v.)
)
SCOTT HARSHBARGER, AS HE IS)
THE ATTORNEY GENERAL OF THE)
COMMONWEALTH OF MASSACHUSETTS,)
AND [CHARITY RECEIVING ASSETS])
Defendants)
)

MOTION FOR ENTRY OF JUDGMENT

Now comes the Plaintiff in the above matter and moves that a Judgment be entered in the form attached hereto.

Assented to:

SCOTT HARSHBARGER
ATTORNEY GENERAL

CHARITY, INC.
By Its Attorneys,

Through:

Assistant Attorney General
Division of Public Charities
Public Protection Bureau
Dept. of the Attorney General
One Ashburton Place
Boston, MA 02108
(617) 727-2200
B.B.O. #

[CHARITY RECEIVING ASSETS]

By:

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS

SUPREME JUDICIAL COURT
EQUITY NO.

<hr/>)
CHARITY, INC.)
	Plaintiff,)
	v.)
SCOTT HARSHBARGER, as he is the)
ATTORNEY GENERAL OF THE COMMONWEALTH)
OF MASSACHUSETTS, AND)
[CHARITY RECEIVING ASSETS])
	Defendants.)
<hr/>)

JUDGMENT

This case came on to be heard further, and it appearing that the Affidavit of Compliance of the Plaintiff certifying to the transfer of Plaintiff's funds, assets and property to Defendant, [CHARITY RECEIVING ASSETS] and the Affidavit of Receipt of said Defendant certifying to the receipt of same have been filed in this Court, as authorized by an Interlocutory Order of the Honorable Supreme Judicial Court in this matter on the _____ day of _____, 19___; and it further appearing that the Defendant Scott Harshbarger, Attorney General of the Commonwealth, has assented thereto,

NOW, THEREFORE, it is ordered, adjudged and decreed:

1. That Defendant, [CHARITY RECEIVING ASSETS], is hereby named as successor to any funds, property, assets or interest of Plaintiff to be used for the purposes specified in this Court's Interlocutory Order in this matter.

2. That Plaintiff, Charity, Inc., is hereby dissolved.

BY THE COURT:

Dated:



SCOTT HARSHBARGER
ATTORNEY GENERAL

(617) 727-2200

The Commonwealth of Massachusetts
Office of the Attorney General
One Ashburton Place
Boston, MA 02108-1698

April 3, 1998

Kevin J. McManus
Acton Community Housing Corporation, Inc.
Town Hall
Acton, MA 01720

Re: Dissolution of a Mass. Charitable Corporation
Acton Community Housing Corporation, Inc (022877)

Dear Mr. McManus:

This Division has received your latest financial report, Form PC, marked "Final", indicating that the charitable corporation is no longer doing business. Please be advised that when a Massachusetts charitable corporation no longer wishes to exist it must dissolve through the Supreme Judicial Court, pursuant to M.G.L. c.180 §11A. *This is the only legal means by which dissolution can be achieved.*

A review of the PC Form, annual report, filed for FYE 1997 indicates that a required information was not sent in. Before this division can review a complaint for dissolution, and to bring the above-named organization into compliance with Massachusetts General Laws c. 12 §8F, please submit the following:

1. Federal Form 990EZ, page 2, needs to be completed. *Please send this to my attention.*

To aid you during this dissolution process, we have enclosed a copy of our "dissolution packet." Please read it and follow the instructions carefully. If you have any questions regarding this matter, please contact me at the number below.

Sincerely,

A handwritten signature in cursive script that reads "Beth McGillicuddy".

Beth McGillicuddy
Compliance Staff
Division of Public Charities
Public Protection Bureau
(617) 727-2200 x2150



ACTON COMMUNITY HOUSING CORPORATION
P.O. BOX 681
ACTON, MA 01720

May 4, 1998

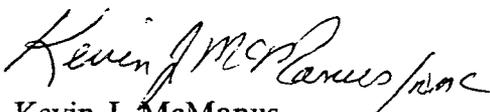
Ms. Beth McGillicuddy
Compliance Staff
Division of Public Charities
Public Protection Bureau
Massachusetts Office of Attorney General
One Ashburton Place
Boston, Ma 02108-1698

Dear Ms. McGillicuddy:

Enclosed please find page 2 of the Federal Form 990EZ which your office has requested in order that the Acton Community Housing Corporation (ACHC) is in compliance with M.G.L. c. 12 & 8F. As our previous communication to your office indicated the ACHC wishes to dissolve the Corporation. I believe we have now forwarded all the necessary information in order for a final review our compliant for dissolution.

Should you have any further questions regarding this matter please feel free to contact me directly at my work number listed below. Thank you in advance for your attention to this matter.

Sincerely,



Kevin J. McManus
Treasurer of the ACHC
(978) 369-1290

Part III Statement of Program Service Accomplishments (See Specific Instructions on page 29.)

What is the organization's primary exempt purpose? PROVISION OF AFFORDABLE HOUSING

Describe what was achieved in carrying out the organization's exempt purposes. Fully describe the services provided, the number of persons benefited, or other relevant information for each program title.

28	(Grants \$)	28a
29	(Grants \$)	29a
30	(Grants \$)	30a
31	Other program services (attach schedule) (Grants \$)	31a
32	Total program service expenses (add lines 28a through 31a)	32 <u>0</u>

Part IV List of Officers, Directors, Trustees, and Key Employees (List each one even if not compensated. See Specific Instructions on page 29.)

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation	(E) Expense account and other allowances
KEVIN McMANUS - TREASURER	2	0	0	0
PETER DERRY - PRESIDENT	2	0	0	0
NADMI E. McMANUS SECRETARY	4	0	0	0

Part V Other Information (See Specific Instructions on page 30.)

	Yes	No
33. Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity		<input checked="" type="checkbox"/>
34. Were any changes made to the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes.		<input checked="" type="checkbox"/>
35. If the organization had income from business activities, such as those reported on lines 2, 6, and 7 (among others), but NOT reported on Form 990-T, attach a statement explaining your reason for not reporting the income on Form 990-T.		<input checked="" type="checkbox"/>
a. Did the organization have unrelated business gross income of \$1,000 or more or section 6033(e) tax for lobbying expenditures?		<input checked="" type="checkbox"/>
b. If "Yes," has it filed a tax return on Form 990-T for this year?		<input checked="" type="checkbox"/>
36. Was there a liquidation, dissolution, termination, or substantial contraction during the year? (If "Yes," attach a statement.)		<input checked="" type="checkbox"/>
37a. Enter amount of political expenditures, direct or indirect, as described in the instructions. ▶ 37a <u>0</u>		<input checked="" type="checkbox"/>
b. Did the organization file Form 1120-POL for this year?		<input checked="" type="checkbox"/>
38a. Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee OR were any such loans made in a prior year and still unpaid at the start of the period covered by this return?		<input checked="" type="checkbox"/>
b. If "Yes," attach the schedule specified in the line 38 instructions and enter the amount involved. 38b		<input checked="" type="checkbox"/>
39. 501(c)(7) organizations.—Enter: a. Initiation fees and capital contributions included on line 9 39a		<input checked="" type="checkbox"/>
b. Gross receipts, included on line 9, for public use of club facilities 39b		<input checked="" type="checkbox"/>
40a. 501(c)(3) organizations.—Enter: Amount of tax paid during the year under: section 4911 ▶ ; section 4912 ▶ ; section 4955 ▶		<input checked="" type="checkbox"/>
b. 501(c)(3) and 501(c)(4) organizations.—Did the organization engage in any section 4958 excess benefit transaction during the year? If "Yes," attach a statement explaining each transaction		<input checked="" type="checkbox"/>
c. Enter: Amount of tax paid by the organization managers or disqualified persons during the year under section 4958 ▶		<input checked="" type="checkbox"/>
d. Enter: Amount of tax in 40c, above, reimbursed by the organization ▶		<input checked="" type="checkbox"/>
41. List the states with which a copy of this return is filed. ▶ MASSACHUSETTS		
42. The books are in care of ▶ KEVIN McMANUS Telephone no. ▶ (978) 263-3738 Located at ▶ ACTON HOUSING AUTHORITY ACTON MA ZIP + 4 ▶ 01920		
43. Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041—Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the tax year. ▶ 43		

Please Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. (See General Instructions, page 8.)

Signature of officer: Kevin McManus Date: 1/5/98 Type or print name and title: KEVIN McMANUS - TREASURER

Paid Preparer's Use Only

Preparer's signature: _____ Date: _____ Check if self-employed Preparer's SSN: _____
Firm's name (or yours if self-employed) and address: _____ EIN: _____ ZIP + 4: _____

The ACTH is in the process of being reorganized and the books are in the process of being transferred to the new organization.

U.S.GPO: 1996-407-180



Department of the Treasury
Internal Revenue Service
OGDEN UT 84201

Date of this notice: OCT. 15, 2001
Taxpayer Identifying Number 04-2983096
Form: 990 Tax Period: SEP. 30, 1998

For assistance you may
call us at:
1-800-829-1040



ACTON COMMUNITY HOUSING CORP
63 WINDSOR AVE
ACTON MA 01720-2850636

DO YOU NEED TO FILE FORM 990?

MOST ORGANIZATIONS EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(A) OF THE INTERNAL REVENUE CODE ARE REQUIRED TO FILE AN ANNUAL INFORMATION RETURN ON FORM 990, RETURN OF ORGANIZATION EXEMPT FROM INCOME TAX, IF THEIR ANNUAL GROSS RECEIPTS ARE NORMALLY MORE THAN \$25,000. ORGANIZATIONS REQUIRED TO FILE MAY USE THE SIMPLER FORM 990-EZ, SHORT FORM RETURN OF ORGANIZATION EXEMPT FROM INCOME TAX, FOR ANY YEAR THEIR GROSS RECEIPTS WERE LESS THAN \$100,000 AND THEIR END OF YEAR ASSETS WERE LESS THAN \$250,000.

YOU PREVIOUSLY INFORMED US THAT YOU WERE NOT REQUIRED TO FILE FORM 990 BECAUSE YOUR ANNUAL GROSS RECEIPTS WERE NORMALLY BELOW THE ABOVE MINIMUM THAT APPLIED AT THE TIME OF YOUR NOTICE. FOR THAT REASON, WE DON'T MAIL YOU A FORM 990 RETURNS PACKAGE EACH YEAR. HOWEVER, YOU WOULD STILL BE REQUIRED TO FILE FORM 990 FOR ANY YEAR WHEN YOUR GROSS RECEIPTS WERE CONSIDERED TO BE NORMALLY MORE THAN \$25,000. OUR RECORDS INDICATE YOU HAVE NOT FILED FORM 990 RECENTLY.

AN ORGANIZATION THAT IS REQUIRED TO FILE FORM 990 BUT DOES NOT DO SO BY THE DUE DATE (INCLUDING ANY EXTENSIONS GRANTED) MAY BE SUBJECT TO A PENALTY OF \$20 FOR EACH DAY THE RETURN IS LATE, UP TO A MAXIMUM OF \$10,000 OR 5 PERCENT OF ITS GROSS RECEIPTS FOR THE YEAR, WHICHEVER IS LESS. THE PENALTY IS NOT CHARGED IF THE ORGANIZATION CAN SHOW THAT NOT FILING ON TIME WAS DUE TO REASONABLE CAUSE.

TO HELP US UPDATE OUR RECORDS, PLEASE CHECK THE APPROPRIATE BOX AT THE END OF THIS LETTER AND PROVIDE THE RETURNS OR OTHER INFORMATION REQUESTED. NOT COMPLYING WITH OUR REQUEST FOR INFORMATION COULD RESULT IN THE LOSS OF YOUR TAX-EXEMPT STATUS.

PLEASE RETURN THIS NOTICE TO US WITHIN 30 DAYS. AN ENVELOPE IS ENCLOSED FOR YOUR CONVENIENCE. THE COPY OF THIS NOTICE IS FOR YOUR RECORDS. IF YOU WERE REQUIRED TO FILE A FORM 990 OR 990-EZ FOR ANY YEAR IN QUESTION BUT DID NOT DO SO PREVIOUSLY, PLEASE SUBMIT THE COMPLETED RETURN OR RETURNS WITH THIS NOTICE AND EXPLAIN WHY YOU DID NOT FILE ON TIME. BLANK FORMS 990, 990-EZ, INSTRUCTIONS, AND HELP IN COMPLETING THE FORMS ARE AVAILABLE AT MOST IRS OFFICES.

THANK YOU FOR YOUR COOPERATION.

ENCLOSURES:
ENVELOPE
COPY OF THIS NOTICE

*The Corporation Has been dissolved
thru the Courts in Massachusetts
see enclosed information*



**The Commonwealth of Massachusetts
William Francis Galvin**

Secretary of the Commonwealth, Corporations Division
One Ashburton Place, 17th floor
Boston, MA 02108-1512
Telephone: (617) 727-9640

Public Browse and Search - Entity Results



Help with this form

2 Records Matched Your Begins With Search for Entity Name: Acton Community Housing (Page 1 of 1)

Entity Name	Identification Number	Old Identification Number	Principal Office Address, City, State, Zip, Country
<u>ACTON COMMUNITY HOUSING CORPORATION</u>	000963947		UNKNOWN, UNKNOWN, MA 00000 USA
<u>ACTON COMMUNITY HOUSING CORPORATION</u>	118272017	001002523	P. O. BOX 681, 68 WINDSOR AVE., ACTON, MA 01720 USA

[New Search](#)

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ACTON COMMUNITY HOUSING CORPORATION
P.O. BOX 681
ACTON, MA 01720
(978) 263-4776

December 16, 1999

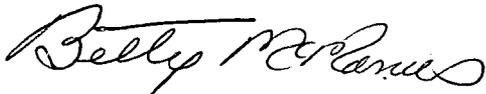
Mr. Don Johnson
Town Manager
Acton Town Hall
472 Main Street
Acton, MA 01720

Dear Don:

The Acton Community Housing Corporation (ACHC) has completed all the necessary paperwork required in the process of the dissolution of the Corporation. The remaining final step is to partition the Supreme Judicial Court to dissolve the Corporation. There is a filing fee of \$160.00 that must accompany the ACHC's partition, before the Courts will dissolve the Corporation. The check needs to be made out to Clerk of Supreme Judicial Court and forwarded to the law firm of Deutsch Williams Brooks DeRensis Holland & Drachman, P.C. Attorneys At Law, attention Kelly Strong. Mr. Strong has personally assisted the ACHC with the necessary paperwork to dissolve the corporation, of which we are most appreciative.

If you have any questions regarding this request please feel free to contact me directly.

Sincerely,



Naomi E. McManus, Clerk

12/21/99
5

ACTON COMMUNITY HOUSING CORPORATION
P.O. BOX 681
ACTON, MA 01720
(978) 263-4776

December 16, 1999

Mr. Don Johnson
Town Manager
Acton Town Hall
472 Main Street
Acton, MA 01720

cc: BOS ~

THIS IS AN EXPENSE FOR A PRIVATE CORPORATION WHOSE FUNCTIONS HAVE NOW BEEN BROUGHT "IN HOUSE". I AM HESITANT AS TO WHETHER THIS IS A LEGITIMATE BILL THAT WE CAN PAY FOR THEM; HOWEVER, IF WE ARE ABLE TO CLEAR THAT HURDLE, WHAT WOULD BE THE BOARD'S PLEASURE?

Dear Don:

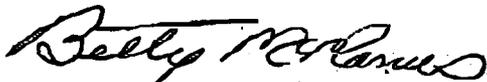
cc: ACHC

The Acton Community Housing Corporation (ACHC) has completed all the necessary paperwork required in the process of the dissolution of the Corporation. The remaining final step is to partition the Supreme Judicial Court to dissolve the Corporation. There is a filing fee of \$160.00 that must accompany the ACHC's partition, before the Courts will dissolve the Corporation. The check needs to be made out to Clerk of Supreme Judicial Court and forwarded to the law firm of Deutsch Williams Brooks DeRensis Holland & Drachman, P.C. Attorneys At Law, attention Kelly Strong. Mr. Strong has personally assisted the ACHC with the necessary paperwork to dissolve the corporation, of which we are most appreciative.



If you have any questions regarding this request please feel free to contact me directly.

Sincerely,



Naomi E. McManus, Clerk

DEC 21 1999

ACTON COMMUNITY HOUSING CORPORATION
P.O. BOX 681
ACTON, MA 01720
(978) 263-4776

December 27, 1999

Board of Selectmen
Acton Town Hall
Acton, MA

Dear Board Members,

Thank you for giving me the opportunity to provide more information on the ACHC's request for funding of the filing fee required for dissolution of the former non-profit corporation of the same name. As Betty McManus pointed out in her letter to Don Johnson, we have taken all the steps necessary to dissolve but recently were notified that we needed to submit this \$160 fee to the Supreme Judicial Court for the final action. All of the dissolution work has been done "pro bono" by long time member Peter Berry's law firm in Boston.

Allow me to give you some background on this request.

First, on the establishment of the original Acton Community Housing Corporation:

- The Board of Selectmen voted on August 11, 1987 to favor the incorporation of the ACHC signifying their desire to have them act as the Town's agent with relationship to the affordable housing effort. (see attached letter)
- The corporation was formed to operate exclusively for charitable and educational purposes and to promote the provision of affordable housing within the town of Acton.
- The Board of Selectmen appointed the first 9 members of the corporation and thereafter, the election of members took place at an annual meeting of the Board of Directors. A member of the Board of Selectmen always sat on the ACHC, first Chuck Kostro, and then Nancy Tavernier.
- The ACHC operated as a government board, meeting in Town Hall at a regularly scheduled and posted meeting time. We kept minutes, submitted them to the BOS and the Town Clerk, and filed an Annual Report for the Town Report each year.
- The ACHC incorporated to permit tax-deductible donations of money and property to flow to it for the express purpose of promoting affordable housing in the town. In reality, through the 12-year history, there has been little financial activity. The meager funds raised covered the operating expenses incurred by the committee (mailing, copying, conference attendance) which were supplemented by services in kind from the Acton Housing Authority.

For the above stated reasons, I would ask the Board to look beyond the perception that ACHC was a traditional private, non-profit corporation and therefore ineligible to receive public funds within the normal DOR rules. ACHC was created by the Board of Selectmen as a Housing Partnership required by the state for every community to comply with an Executive Order mandating the existence of 10% affordable units in each community. I would define the original ACHC as a quasi-government body.

Secondly, on the establishment of the current town board, also known as the Acton Community Housing Corporation.

- In 1995, Town Meeting voters adopted a Home Rule petition to allow the necessary Acton Charter change to move the ACHC from a private, non-profit board to a town board under the supervision of the Board of Selectmen, with at least five members appointed by the BOS. The Legislature agreed and it was voted into law June 1996.
- Subsequently, a five-member board was created and has been fully staffed at 5 regular and 2 associate members.
- During the Legislative process, questions from House Counsel were raised about having 2 "corporations" with the same name and we realized we had to dissolve the original one. Associate member Steve Graham began the process, pro bono, but left the town before he completed the task.
- Peter Berry picked up the loose ends this fall, requesting the work be completed by his law firm, also pro bono.
- In the process of filing the required papers, we were notified by the Secretary of State that we needed to file annual reports plus \$15 a year to his office. The required \$165 fee was privately funded.

The current ACHC has no assets and I regret that I have no "Asset sheet" to show you. We do have a liability, however, \$160 in court filing fees. Without this final step, the current ACHC will be left in limbo due to the continuing confusion of the existence of the private, non-profit organization, no longer functionally for all intents and purposes.

To conclude, as Chairman of the ACHC, I am refiling this request for the \$160 SJC filing fee. If the Board is unable to justify the payment from the town budget, I would request payment from the New View Affordable Housing Fund under the jurisdiction of the Selectmen. This clearly meets the definition of promoting affordable housing since without the dissolution, the future of the current town board, ACHC, is clouded.

Thank you for your reconsideration of our request. If you have any questions, please call me at home, 263-9611.

Sincerely,



Nancy E. Tavernier, Chair



DON P. JOHNSON
TOWN MANAGER

TOWN OF ACTON

TOWN HALL

472 MAIN STREET

ACTON, MASSACHUSETTS 01720

TELEPHONE (617) 264-9612

BOARD OF SELECTMEN

DONALD R. GILBERTI - CHAIRMAN
WILLIAM F. WEEKS - VICE-CHAIRMAN
CHARLES E. KOSTRO, JR. - CLERK
F. DORE' HUNTER
NANCY E. TAVERNIER

September 16, 1987

Mr. Joseph L. Flatley, Assistant Secretary
Massachusetts Housing Partnership
100 Cambridge Street
Boston, MA 02202

Dear Mr. Flatley:

The Town of Acton has worked diligently over the past year to create a viable mechanism for the promotion and provision of affordable housing. In August of 1987, a Community Development Corporation was incorporated for this specific task. Their Articles of Incorporation are attached for your information.

On August 11, 1987, the Selectmen voted unanimously in favor of this incorporation. This vote not only indicated the Selectmen's support for affordable housing, but also signified their desire to have the Acton Community Housing Corporation act as the Town's agent with relation to activities involving the Massachusetts Housing Partnership and the affordable housing effort.

It is with a great amount of pleasure that I submit this information to you as it is both a culmination of Acton's initial efforts in creating a Community Development Corporation to deal with the housing issue, and a first step in the Town's attempt to pro-actively provide affordable housing.

Please let me know if you require any further information to enable the Acton Community Housing Corporation to act as Acton's affordable housing entity.

Very truly yours,

Don P. Johnson
Town Manager

Enclosure

cf: Owen Cardwell
Acton Community Housing Corp
Selectmen



DON P. JOHNSON
TOWN MANAGER

TOWN OF ACTON
TOWN HALL
472 MAIN STREET
ACTON, MASSACHUSETTS 01720
TELEPHONE (617) 264-9612

BOARD OF SELECTMEN
WILLIAM F. WEEKS, CHAIRMAN
CHARLES E. KOSTRO, JR., VICE-CHAIRMAN
NANCY E. TAVERNIER, CLERK
F. DORE' HUNTER
DONALD R. GILBERTI

July 6, 1988

Mr. David Hartwell
Acton Community Housing Corporation
Box 681
Acton, MA 01720

Dear David:

I presented the attached Certificate of Distinction to the Board of Selectmen at their meeting on June 28 and explained the award that had been made by Amy Anthony earlier that day. The Board was pleased that the Town's efforts through the ACHC, had been recognized.

The Selectmen have asked that I express their appreciation for your work and encourage you to continue in this worthwhile cause. I am forwarding the Certificate for your display with the anticipation that the ACHC will bring the plaque (when received) to a Board meeting for presentation and display at Town Hall.

Congratulations. The recognition is well deserved.

Very truly yours,

Don P. Johnson
Town Manager

cc: Board of Selectmen

DPJ/cmj(218)



DON P. JOHNSON
TOWN MANAGER

TOWN OF ACTON
TOWN HALL
472 MAIN STREET
ACTON, MASSACHUSETTS 01720
TELEPHONE (617) 264-9612

BOARD OF SELECTMEN
WILLIAM F. WEEKS, CHAIRMAN
CHARLES E. KOSTRO, JR., VICE-CHAIRMAN
NANCY E. TAVERNIER, CLERK
F. DORE HUNTER
DONALD R. GILBERTI

July 8, 1988

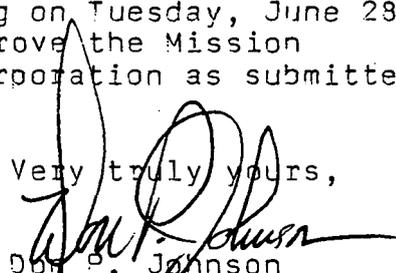
Naomi E. McManus, Secretary
Acton Community Housing Corporation
P. O. Box #681
Acton, MA 01720

RE: MISSION STATEMENT

Dear Ms. McManus:

The Board of Selectmen, at their meeting on Tuesday, June 28, 1988, voted unanimously, by consent, to approve the Mission Statement of the Acton Community Housing Corporation as submitted on June 22, 1988.

Very truly yours,


Don P. Johnson
Town Manager

acs

56013

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS

SUPREME JUDICIAL COURT
EQUITY NO.

ACTON COMMUNITY HOUSING)
CORPORATION,)
)
Plaintiff,)
)
vs.)
)
THOMAS REILLY, AS HE IS THE)
ATTORNEY GENERAL OF THE)
COMMONWEALTH OF MASSACHUSETTS,)
)
Defendant.)

**AFFIDAVIT OF ACTON COMMUNITY HOUSING CORPORATION
FINANCIAL ACTIVITY**

Since the filing of the 1997 PC Form, which was marked final, the Acton Community Housing Corporation has had no financial activity.

SIGNED UNDER THE PAINS AND PENALTIES OF PERJURY THIS 7 DAY OF
October, 1999.

Betty McManus, Treasurer
Acton Housing Authority
P.O. Box 681
68 Windsor Avenue
Acton, MA 01720

Minutes Oct. 7, 1999

4). Dissolution of the ACHC's Corporation

Kevin McManus moved:

That the Directors deemed it desirable and in the best interests of the Corporation to liquidate and dissolve the Corporation and that the liquidation and dissolution thereof is hereby approved.

The President, Treasurer and other officers of the Corporation, and each of them, Be, and is hereby, authorized and directed, on behalf of the Corporation, to take all actions, pay all expenses, execute all documents, file all papers (including, without limitation, the Statutory Petition for Dissolution with the Supreme Judicial Court) and any and all other action that they may deem necessary or desirable in connection herewith for the complete liquidation of the corporation and the winding up of its business affairs.

That all the assets of the Corporation which remained after the payments of liabilities, subject to the approval of the Supreme Judicial Court, be distributed to the ACTON HOUSING AUTHORITY a Massachusetts non-profit State Housing Authority.

Jana Mullin seconded the motion

Chairman called for a roll call voted:

	AYES	NAYS
Peter Berry	yes	
Kevin McManus	yes	
Naomi McManus	yes	
Jana Mullin	yes	
Nancy Tavernier	yes	

Motion carried unanimously.

5). The Regular Meeting adjourned at 8:00 AM. The next Regular Meeting was scheduled for October 21, 1999 at 8:00AM.

Respectfully submitted,

Naomi McManus
Clerk, ACHC



The Commonwealth of Massachusetts
William Francis Galvin, Secretary of the Commonwealth
Corporations Division

ACTON COMMUNITY HOUSING CORPORATION
TOWN HALL
ACTON, MA 01720

To Whom It May Concern:

Upon review of non-profit corporation records, it appears that your corporation may not be up to date. Our records indicate that Annual Reports are owed for the following years:

1989 1990 1991 1992 1993 1994 1995 1996 1997 1998.

Massachusetts General Laws require most non-profit corporations to file an Annual Report with the Corporations Division on or before November first of each year. The report contains important information relative to its location and the names and addresses of officers and directors. In exchange for making the information public, the participants are generally insulated from personal liability for the obligations of the corporation. The fee for each annual report is only fifteen dollars and there is no late fee. Please make your check in the amount of \$150.00 payable to the *Commonwealth of Massachusetts*.

I fully understand that many non-profit organizations subsist only through the continued effort of volunteers and that it is often difficult to maintain up to date records and bookkeeping. Consequently, I have enclosed annual report forms for your convenience or you can access our website at www.state.ma.us/sec/cor. The requirement to file annual reports does not apply to certain organizations such as religious organizations, a non-profit school or college, a charitable hospital and certain library associations. Accordingly, if you believe your organization is exempt or that our information is incorrect, you may contact Yvonne Ellison or Bill Tierney at (617) 878-3210 who would be more than happy to assist you.

Thank you for your assistance in making this important information available to the public.

Sincerely yours,

A handwritten signature in cursive script that reads "William Francis Galvin".

William F. Galvin
Secretary of the Commonwealth

COMMONWEALTH OF MASSACHUSETTS
SUPREME JUDICIAL COURT
FOR SUFFOLK COUNTY

SJ-2000-0014

ACTON COMMUNITY HOUSING CORPORATION vs.
THOMAS F. REILLY, AS HE IS THE ATTORNEY GENERAL OF THE COMMONWEALTH OF
MASSACHUSETTS

ENTRY DATE 01/07/00	CASE STATUS Decided
STATUS DATE 01/14/00	NATURE Corp. dissolution
JUSTICE I	SUB NATURE Nonprofit Charitable Corp
PET ROLE L CT notapp	TC DISPOSITION Not applicable
SJ DISPO DATE 01/14/00	SJ DISPOSITION Dissolution Allowed
LEAD CASE	RELATION
TRIAL JUDGE	TRIAL CT
TC ENTRY DATE	TC RULING DATE
TC DOCKET NO	FC/OE DKT NO
	PUBLIC y

Acton Community Housing Corporation
Plaintiff
Active 01/07/00

Peter Berry, Esquire
Boston Housing Authority
615 City Hall
Boston MA 02111
Phone: 617-451-1250
041560 Active 01/07/00 Notify

Thomas F. Reilly
Defendant
Active 01/07/00

Deirdre Rosenberg
Assistant Attorney General
Office of the Attorney General
Division of Public Charities
One Ashburton Place
Boston MA 02108
Phone: 617-727-2200 2120
Fax: 617-727-5785
553594 Active 01/07/00 Notify

* * * D O C K E T * * *

PAPER DATE	ENTRY
01/07/00	Case entered.
01/07/00	Filing fee paid. (\$160)
1.0 01/07/00	Complaint for Voluntary Dissolution under c. 180, s. 11A, filed by Atty. Peter Berry with Exhibit A-B.
2.0 01/07/00	ASSENTED TO-MOTION for entry of Judgment filed.
3.0 01/14/00	JUDGMENT:..."That the Plaintiff, Acton Community Housing Corporation, is hereby dissolved." (Ireland, J.)
4.0 01/14/00	Notice to counsel, regarding paper number 3 filed.

A True Copy

Date

Assistant Clerk

7/26/2007
[Signature]

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS

SUPREME JUDICIAL COURT
EQUITY NO. 2000-014

ACTON COMMUNITY HOUSING)
CORPORATION,)
)
Plaintiff,)
)
vs.)
)
THOMAS REILLY, AS HE IS THE)
ATTORNEY GENERAL OF THE)
COMMONWEALTH OF MASSACHUSETTS,)
)
Defendant.)

COMPLAINT FOR VOLUNTARY DISSOLUTION

The Plaintiff, Acton Community Housing Corporation, respectfully requests dissolution pursuant to G.L. c. 180, Section 11A as follows:

1. Thomas Reilly is the duly elected and qualified Attorney General of the Commonwealth of Massachusetts.

2. The Plaintiff is a corporation for charitable purposes organized and existing pursuant to Chapter 180 of the Massachusetts General Laws.

3. The charitable purposes for which the Plaintiff was organized are as follows:

To operate exclusively for charitable and educational purposes and to promote the provision of affordable housing within the Town of Acton, and generally do all acts and things permitted to non-profit corporations under the provisions of Chapter 180 of the General Laws of Massachusetts and Section 501 (c) (3) of the Internal Revenue Code of 1954, as from time to time amended.

4. The Town of Acton Board of Selectmen has determined that the purposes of the Plaintiff and the interests of the citizens of the Town of Acton would be best served by the dissolution of the Plaintiff and the transfer of its functions to a board appointed by the Board of Selectmen.

5. After due deliberation, the Plaintiff's Board of Directors, which is its governing body, by a series of resolutions passed by a majority of said Directors at a meeting duly called and held on June 19, 1997, has determined that the Plaintiff has fulfilled its corporate purposes and that this Complaint for Dissolution should be presented to the Supreme Judicial Court. Furthermore, said resolutions were adopted, ratified and confirmed in a written document dated October 7, 1999, executed by all of the Plaintiff's

Directors. A true copy of said document is annexed as Exhibit "A" and made a part of this Complaint.

6. The Plaintiff states that all debts, liabilities and obligations to creditors have been satisfied in full and discharged as set forth in its final annual report (Form PC), and affidavits reflecting any subsequent financial activity are annexed as Exhibit "B" and made a part of this Complaint.

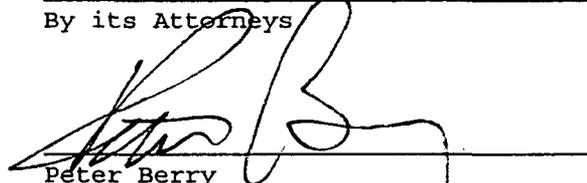
7. The Plaintiff states that it has no assets, funds, or property remaining.

WHEREFORE, the Plaintiff respectfully prays that the Honorable Supreme Judicial Court:

1. Enter an order declaring that the Plaintiff be dissolved as an existing Massachusetts corporation in accordance with the provisions of Section 11A, Chapter 180 of the Massachusetts General Laws, as amended.

RESPECTFULLY SUBMITTED BY

Acton Community Housing Corporation
By its Attorneys



Peter Berry
Deutsch Williams Brooks
DeRensis Holland & Drachman
99 Summer Street
Boston, MA 02110
(617) 951-2300
B.B.O. # 041560

A True Copy

7/26/2007
Date

Attest:
Assistant Clerk



CLERK'S CERTIFICATION OF VOTE

The undersigned Naomi E. McManus, Clerk of Acton Community Housing Corporation, a Massachusetts non-profit corporation, hereby certifies that a meeting of the Board of Directors the Corporation duly called for the purpose and held on October 7, 1999, at which meeting a quorum consisting of five (5) directors were present and voting throughout, the following resolution were adopted unanimously:

VOTED: That the Directors deem it desirable and in the best interests of the Corporation to liquidate and dissolve the Corporation and that the liquidation and dissolution thereof is hereby approved.

VOTED: The President and other officers of the Corporation, and each of them, be, and is hereby, authorized and directed, on behalf of the Corporation, to take all actions, pay all expenses, execute all documents, file all papers (including, without limitation, the Statuary Petition for Dissolution with the Supreme Judicial Court) and any and all other action that they may deem necessary or desirable in connection therewith for the purpose of effecting such dissolution of the Corporation and the complete liquidation of the Corporation and winding up of its business affairs.

VOTED: That all of the assets of the Corporation which remain after the payment of liabilities, subject to the approval of the Supreme Judicial Court, be distributed to Acton Housing Authority a Massachusetts non-profit State Housing Authority.

Witness my hand and the seal of this corporation this 7th day October, 1999.



Naomi E. McManus, Clerk

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS

SUPREME JUDICIAL COURT
EQUITY NO.

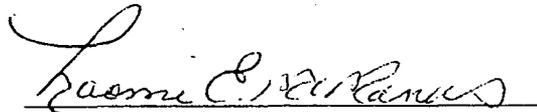
ACTON COMMUNITY HOUSING)
CORPORATION,)
)
Plaintiff,)
)
vs.)
)
THOMAS REILLY, AS HE IS THE)
ATTORNEY GENERAL OF THE)
COMMONWEALTH OF MASSACHUSETTS,)
)
Defendant.)

**AFFIDAVIT OF ACTON COMMUNITY HOUSING CORPORATION
FINANCIAL ACTIVITY**

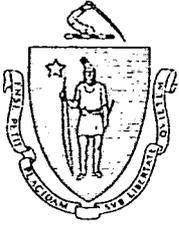
Since the filing of the 1997 PC Form, which was marked final, the Acton Community Housing Corporation has had no financial activity.

SIGNED UNDER THE PAINS AND PENALTIES OF PERJURY THIS 2 DAY OF

December, 1999.



Naomi E. McManus; Clerk
Acton Housing Authority
P.O. Box 681
68 Windsor Avenue
Acton, MA 01720



The Commonwealth of Massachusetts
SUPREME JUDICIAL COURT
FOR SUFFOLK COUNTY
1404 COURTHOUSE
BOSTON, MASSACHUSETTS 02108
January 14, 2000

MAURA S. DOYLE
CLERK
(617) 557-1050/557-1100
FAX (617) 523-1540

Deirdre Rosenberg, Assistant Attorney General
Office of the Attorney General
Division of Public Charities
One Ashburton Place
Boston, MA 02108

ASSISTANT CLERKS
LILLIAN C. ANDRUSZKIEWICZ (617) 557-1184
GEORGE E. SLYVA (617) 557-1185
FRANCIS V. KENNEALLY (617) 557-1186

RE: No. SJ-2000-0014

ACTON COMMUNITY HOUSING CORPORATION

vs.

THOMAS F. REILLY, AS HE IS THE ATTORNEY GENERAL OF THE
COMMONWEALTH OF MASSACHUSETTS

NOTICE OF DOCKET ENTRY

You are hereby notified that on January 14, 2000, the
following was entered on the docket of the above referenced case:

JUDGMENT:.. "That the Plaintiff, Acton Community Housing
Corporation, is hereby dissolved." (Ireland, J.)

Maura S. Doyle, Clerk

To: Peter Berry, Esquire
Deirdre Rosenberg, Assistant Attorney General

A True Copy

Date

Attest:

Assistant Clerk

[Handwritten signature]

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, ss.

SUPREME JUDICIAL COURT
FOR SUFFOLK COUNTY
SJ-2000-0014

ACTON COMMUNITY HOUSING CORPORATION

v.

THOMAS F. REILLY, as he is the ATTORNEY GENERAL
of the COMMONWEALTH of MASSACHUSETTS

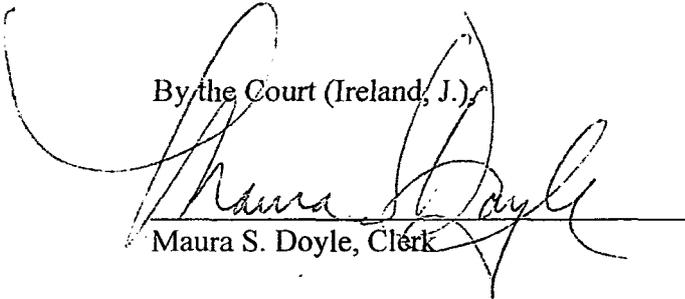
JUDGMENT

On Plaintiff's Motion for Entry of Judgment, it appearing that the Defendant Thomas F. Reilly, Attorney General of the Commonwealth of Massachusetts, by and through Deirdre Rosenberg, Assistant Attorney General, has assented thereto,

NOW, THEREFORE, it is adjudged and ordered:

1. That the Plaintiff, Acton Community Housing Corporation, is hereby dissolved.

By the Court (Ireland, J.)


Maura S. Doyle, Clerk

Entered: January 14, 2000

A True Copy

7/26/2007
Date

Attest


Assistant Clerk

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS

SUPREME JUDICIAL COURT

EQUITY NO. *200-014*

ACTON COMMUNITY HOUSING)
CORPORATION,)
)
Plaintiff,)
)
vs.)
)
THOMAS REILLY, AS HE IS THE)
ATTORNEY GENERAL OF THE)
COMMONWEALTH OF MASSACHUSETTS,)
)
Defendant.)

MOTION FOR ENTRY OF JUDGEMENT

Now comes the Plaintiff in the above matter and moves that a Judgement be entered in the form attached hereto.

Assented to:

Acton Community Housing Corporation
By Its Attorneys

Suzanne Roumborg
 Assistant Attorney General
 Division of Public Charities
 Department of the Attorney
 General
 One Ashburton Place
 Boston, MA 02108
 (617) 727-2235
 B.B.O. # *553 594*

Peter Berry
 Deutsch Williams Brooks
 DeRensis Holland & Drachman
 99 Summer Street
 Boston, MA 02110
 (617) 951-2300
 B.B.O. # 041560

A True Copy

7/24/00
[Signature]

Acton Community Housing Corporation
P.O. Box 681
Acton, MA 01720
(978) 263-4776

October 25, 2000

Mr. William F. Galvin
Secretary of the Commonwealth
One Ashburton Place, 17th Floor
Boston, MA 02108

REF: Acton Community Housing Corporation Annual Report

Dear Mr. Galvin:

Enclosed please find a copy of the Supreme Judicial Court's Judgment dissolving the Acton Community Housing Corporation. Therefore there is no need to file an Annual Report.

If you have any questions please do not hesitate to contact me directly at (978) 263-4776.

Sincerely,



Naomi E. McManus
Clerk,

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, ss.

SUPREME JUDICIAL COURT
FOR SUFFOLK COUNTY
SJ-2000-0014

ACTON COMMUNITY HOUSING CORPORATION

v.

THOMAS F. REILLY, as he is the ATTORNEY GENERAL
of the COMMONWEALTH of MASSACHUSETTS

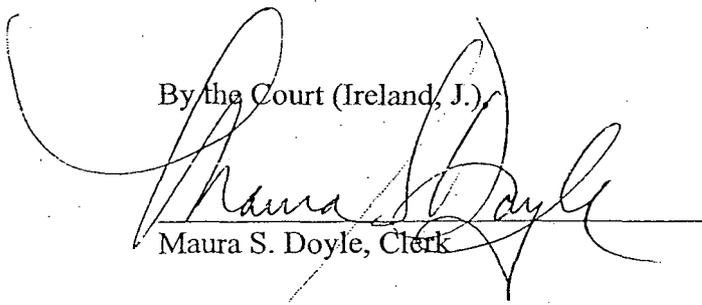
JUDGMENT

On Plaintiff's Motion for Entry of Judgment, it appearing that the Defendant Thomas F. Reilly, Attorney General of the Commonwealth of Massachusetts, by and through Deirdre Rosenberg, Assistant Attorney General, has assented thereto,

NOW, THEREFORE, it is adjudged and ordered:

1. That the Plaintiff, Acton Community Housing Corporation, is hereby dissolved.

By the Court (Ireland, J.)


Maura S. Doyle, Clerk

Entered: January 14, 2000



The Commonwealth of Massachusetts
William Francis Galvin, Secretary of the Commonwealth
Corporations Division

To Whom It May Concern:

Please be advised that most non-profit corporations are required to file an annual report with the Corporations Division on or before November 1st of each year. I have enclosed an annual report form for your convenience. Please complete the form and submit it to the Corporations Division at the address provided below. The fee for filing a timely report is fifteen dollars (\$15.00).

If you have any questions, please contact the Corporations Division. You may reach them by telephone at (617) 727-9640.

Sincerely,

A handwritten signature in cursive script that reads "William Francis Galvin".

William Francis Galvin
Secretary of the Commonwealth

Enclosure

August 2, 2007

Acton Community Housing Corporation

Naomi E. McManus, Clerk

TOWN OF ACTON

Acton Town Hall

472 Main Street

Acton, Massachusetts, 01720

Telephone (978) 263-3738

achc@acton-ma.gov

**AFFIDAVIT OF NAOMI E. MCMANUS REGARDING THE DISSOLUTION
OF THE ORIGINAL ACTON COMMUNITY HOUSING CORPORATION, GRANTED BY
THE MASSACHUSETTS SUPREME JUDICIAL COURT ON JANUARY 14, 2000**

In April of 1987 at Acton's Annual Town Meeting a vote was taken: "Be it resolved that the Town of Acton promote the provision of affordable housing within its boundaries, and further support the investigation and potential formation of a public non-profit autonomous body to promote affordable housing." On August 11, 1987 the Acton Selectmen voted in favor of the incorporation of the Acton Community Housing Corporation (ACHC). The ACHC was then formed to operate for charitable and educational purpose and to promote affordable housing within the Town of Acton and generally do all acts and things permitted of a non-profit corporation under the provision of Chapter 180, Section 11A of the General Laws of Massachusetts and Section 501 (c) of the Internal Revenue code. Corporation papers were then filed with the Secretary of State of Massachusetts and the ACHC received a 501 (c) status from the IRS. The Board of Selectmen (BOS) appointed the first 9 members of the non-profit ACHC and thereafter, the election of members took place at an annual meeting of the Board of Directors. A member of the Board of Selectmen always sat on the ACHC. Original members included individuals from banking, real estate, development fields, lawyers, housing advocates and interested citizens.

In May, 1994, the ACHC approached the Board of Selectmen to discuss changing the structure of the ACHC organization. The option selected was to create a new ACHC as a town board under the supervision of the Selectmen. In August of 1994 the ACHC met with State Representative Pam Resor to discuss a draft Home Rule Petition, based on an existing statute for the Town of Lexington, which would move the ACHC from a private non-profit corporation to a Town Board with broad powers to act under the authority of the Selectmen, continuing as the Town's agent for affordable housing development. After the Annual Town Meeting of April 1995 approved the Home Rule Petition it then began the Legislative process which finally was voted one year later and signed into law in June 1996 by the Governor William Weld. In October 1996, the Board of Selectmen established the new five member Acton Community Housing Corporation town board, appointing members to staggered 3 year terms. This town board has been fully staffed with 5 regular and 2 associate members since that time, currently we have 4 regular members and 2 associate members.

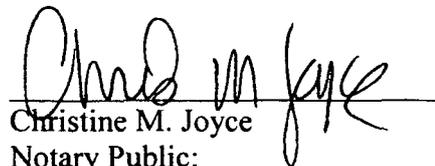
During the Legislative process, questions from House Counsel were raised about having 2 corporations with the same name. The ACHC Board realized then the original non-profit corporation had to be dissolved to eliminate the confusion. In June of 1997 the ACHC began investigating the legal process of dissolving the non-profit corporation. On October 7, 1999 the ACHC formally voted to dissolve the original 1987 ACHC non-profit

corporation and to request dissolution pursuant to G.L. c 180, Section 11A. On January 14, 2000 the Supreme Judicial Court (SJC) dissolved the original non profit ACHC. The SJC dissolution of the non-profit ACHC was never intended to affect the Acton Community Housing Corporation statutory corporation (Chapter 143 of Acts of 1996) which was signed into law June 1996.

COMMONWEALTH OF MASSACHUSETTS

Middlesex, ss.

On this 2nd day of August, 2007, before me, the undersigned notary public, personally appeared Naomi E. McManus, proved to me through satisfactory evidence of identification, which was, she is personally known to me, to be the person whose name is signed on the preceding or attached document, and who swore or affirmed to me that the contents of the document are truthful and accurate to the best of her knowledge and belief.

A handwritten signature in cursive script, appearing to read "Christine M. Joyce", written over a horizontal line.

Christine M. Joyce

Notary Public:

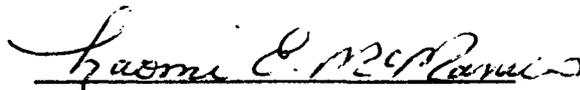
My Commission expires: Sept. 26, 2008

AFFIDAVIT OF NAOMI E. MCMANUS

I, Naomi E. McManus, having been duly sworn, hereby depose and say the following:

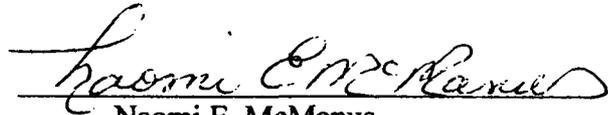
1. In connection with the Supreme Judicial Court action commenced on January 7, 2000, Docket number 2000-0014 ("Action") on behalf of the Acton Community Housing Corporation ("ACHC"), Plaintiff, I was signatory to the "Clerk's Certification of Vote" dated October 7, 1999, and "Affidavit of Acton Community Housing Corporation Financial Activity" dated December 1, 1999, both of which are appended to the Complaint filed in the Action.
2. The purpose of the Action was to voluntarily dissolve ACHC, a non-profit corporation, organized on or about August 25, 1987, pursuant to Chapter 180 of the General Laws.
3. The ACHC, which was the Plaintiff in the action and which was dissolved as a result thereof by the Secretary of State on January 14, 2000 (a copy of the Secretary of State's record indicating same being attached hereto), was not the Acton Community Housing Corporation created by Chapter 143 of the Acts of 1996.

Signed and sworn to under the pains and penalties of perjury this 2 day of August, 2007.


Naomi E. McManus

I was the Clerk of the original ACHC non-profit corporation under the General Laws of Massachusetts and Section 501 (c) of the Internal Revenue Code from 1987 to 1996. I was also the Clerk for the new ACHC once the Home Rule Petition was voted into law and signed by the Governor and I remain the Clerk of the ACHC to the present.

SIGNED UNDER THE PAINS AND PENALTIES OF PERJURY THIS 2ND OF August 2007.



Naomi E. McManus

Acton Community Housing Corporation
Acton Town Hall
472 Main Street
Acton, MA 01720

Commonwealth of Massachusetts

County of Middlesex ss.

On this 2^d day of August, 2007, before me the undersigned Notary Public, personally appeared Naomi E. McManus, proved to me thorough satisfactory evidence of identification, that she is known to me personally, to be the person whose name is signed on the preceding document, and acknowledged to me that she signed it voluntarily for its stated purpose, as the Clerk of the Acton Community Housing Corporation.



Signature Notary Public

Christine M. Joyce

My Commission expires: Sept. 26, 2008

ACTON COMMUNITY HOUSING CORPORATION
Certificate of Vote

I, Nancy Tavernier, being the duly elected Chairman of the Acton Community Housing Corporation (“ACHC”), a nonprofit corporation established pursuant to Chapter 143 of the Acts of 1996 (“Chapter 143”), duly organized and existing under the laws of the Commonwealth of Massachusetts (the “Commonwealth”), and as such having custody of its corporate records, hereby certify that at a separate meeting of the Board of Directors of ACHC on August 6, 2007, duly and properly called and held pursuant to law and the Bylaws of ACHC, at which meeting a majority of the members were present and voted, the following votes were adopted and recorded:

“VOTED: That the Chairman and Vice Chairman of ACHC be and hereby are designated as Assistant Clerks and Assistant Treasurers of ACHC and, as such, may keep and certify copies of records, minutes and proceedings of ACHC and may disburse and collect monies for any approved purpose.

“VOTED: That the Chairman, Vice Chairman, Clerk, or Treasurer of ACHC (each, an “Authorized Officer”) be and each one of them hereby is authorized to take such actions on behalf of ACHC and to file such documents on behalf of ACHC, including without limitation a copy of Chapter 143, annual reports of ACHC and any other document, as may be necessary or desirable, as determined by such Authorized Officer, and to pay such filings fees and disburse such amounts from the funds of ACHC as may be necessary or desirable, as determined by such Authorized Officer, to evidence the legal existence and good standing of ACHC as a nonprofit housing corporation under the laws of the Commonwealth.

“VOTED: That each Authorized Officer may engage counsel on behalf of ACHC in order to represent ACHC in the acquisition and transfer of real property, located at 214 Central Street and 28 Willow Street, from the Town of Acton to Willow Central LLC, to establish the legal existence and good standing of ACHC as a nonprofit housing corporation under the laws of the Commonwealth, and to provide counsel with respect to other related matters for the transfer of title, and to disburse funds of ACHC or housing gift funds held by the Town, in an amount not to exceed \$10,000 for such purpose.

“VOTED: To authorize and direct each Authorized Officer to execute and deliver such other agreements, certificates, document and instruments, not inconsistent with the terms of this vote, as may be necessary or desirable in the judgment of such Authorized Officer to permit ACHC to establish and confirm its legal existence and good standing as a nonprofit housing corporation under the laws of the Commonwealth, such approval to be evidenced by her execution and delivery thereof, and all actions previously taken by the Chairman and any other officer of ACHC with respect to establishing and confirming ACHC’s legal existence and good standing as a nonprofit housing corporation under the laws of the Commonwealth are hereby ratified and approved.

“VOTED: To authorize each Authorized Officer to expend a sum of money from the funds of ACHC or housing gift funds held by the Town, in an amount not to exceed \$5000 and pay such amount to Willow Central LLC as compensation for additional documented costs incurred by Willow Central LLC due to the delay in the transfer of title to the property located at 28 Willow Street and 214 Central Street, Acton, Massachusetts from ACHC to Willow Central LLC.”

I further certify that that Nancy Tavernier is the duly elected Chairman, Ryan Bettez is the duly elected Vice Chairman, Naomi E. McManus is the duly elected Clerk, and Kevin J. McManus is the duly elected Treasurer of ACHC. I further certify that there is no provision in Chapter 143 or the Bylaws of this corporation limiting the power of the Board of Directors to pass the foregoing vote and that said vote is now in full force and effect as above recited.

Attested to this 6 day of August, 2007

Nancy Tavernier
Chairman and Assistant Clerk

ANDERSON & KREIGER LLP

DEBORAH H. ANDREWS
dandrews@andersonkreiger.com
Direct phone: 617-621-6513
Direct fax: 617-621-6613

November 5, 2007

Nancy Tavernier
Acton Community Housing Corporation
Town Hall
472 Main Street
Acton, Massachusetts 01720

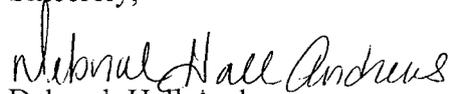
Re: ACHC Enabling Legislation

Dear Nancy:

As we discussed, enclosed please find an attested copy of the enabling legislation for ACHC. I filed the legislation with the secretary of state's office on Monday, November 5, 2007.

Please feel free to let me know if you have any additional questions.

Sincerely,


Deborah Hall Andrews
Senior Paralegal

Enclosure

Chapter 141. AN ACT RELATIVE TO TENANT MEMBERS OF HOUSING AUTHORITIES.

Be it enacted, etc., as follows:

The second paragraph of section 6 of chapter 121B of the General Laws, as appearing in the 1994 Official Edition, is hereby amended by inserting after the first sentence the following sentence:- A member of a housing authority appointed as a tenant, in accordance with the provisions of section five, who ceases to be a tenant in a building owned and operated by or on behalf of the local housing authority shall be removed upon the date of such change by operation of law.

Approved June 28, 1996.

Chapter 142. AN ACT RELATIVE TO THE MAXIMUM TERM OF CERTAIN SERIAL LOANS ISSUED BY CITIES, TOWNS, AND DISTRICTS.

Whereas, The deferred operation of this act would tend to defeat its purpose, which is to immediately increase the term of certain serial loans, therefore it is hereby declared to be an emergency law, necessary for the immediate preservation of the public convenience.

Be it enacted, etc., as follows:

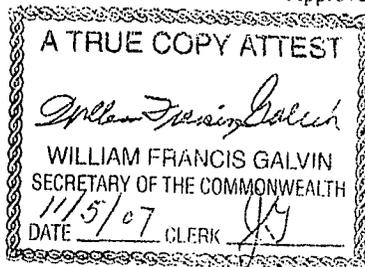
Section 7 of chapter 44 of the General Laws, as appearing in the 1994 Official Edition, is hereby amended by striking out clauses (21) and (22) and inserting in place thereof the following two clauses:-

(21) For the cost of architectural services for plans and specifications for any proposed building for which a city, town or district is authorized to borrow, or for the cost of architectural services for plans and specifications for additions to buildings owned by a city, town, or district where such additions increase the floor space of said buildings, five years if issued before any other debt relating to said buildings or additions is authorized, otherwise the period fixed by law for such other debt relating to said building or additions; provided, however, that at the time the loan is issued the city, town or district owns the land on which the proposed building or additions would be constructed.

(22) For the cost of engineering or architectural services for plans and specifications for any project not defined in clause (21) for which a city, town or district is authorized to borrow, five years if issued before any other debt relating to said project is authorized, otherwise the period fixed by law for such other debt relating to said project.

Approved June 28, 1996.

Chapter 143
of 1996



Chapter 143. AN ACT ESTABLISHING A COMMUNITY HOUSING CORPORATION IN THE TOWN OF ACTON.

Be it enacted, etc., as follows:

SECTION 1. There is hereby established a nonprofit housing corporation which shall be known as the Acton Community Housing Corporation and shall be subject to the supervision of the board of selectmen of the town of Acton. The board of directors of said corporation shall consist of not less than five members who shall be appointed by the board of selectmen for staggered three-year terms as designated by said board of selectmen, such appointments to be made annually by said board of selectmen on or before June thirtieth. Members of said board of directors shall serve until their successors are appointed and qualified. Continuing members may act despite a vacancy in said board of directors and, for this purpose, shall be deemed to constitute a full board of directors. Any vacancy in said board of directors, however occurring, may be filled by the board of selectmen for the unexpired portion of the term.

Said board of directors shall exercise its powers and perform its duties for the purpose of investigating and implementing alternatives for the provision of and to provide for affordable housing for persons of low, moderate and middle income and other persons whose needs may be identified from time to time in said town. The powers and duties of said board as set forth herein are intended to be alternative and supplemental to and not in limitation of, the powers and duties of the Acton Housing Authority established pursuant to chapter one hundred and twenty-one B of the General Laws. The liability of said board and its members shall be limited to the same extent as the liability of a public employer and public employees as are limited by law.

SECTION 2. The board of directors of the Acton Community Housing Corporation shall have the powers and privileges conferred by the provisions of clauses (a) to (i), inclusive, and clause (k) of section nine of chapter one hundred and fifty-six B of the General Laws, and the following powers; provided, however, that no such power shall be exercised either in a manner inconsistent with this act or with any general or special law or to carry on any activity which is not in furtherance of the purposes set forth in this act:

(a) to adopt, amend and repeal rules for the regulation and conduct of its business including, but not limited to, the call and conduct of its meetings, the number of members which shall constitute a quorum and the mode of voting by proxy;

(b) to elect a chairman and vice-chairman, each of whom shall be members of said board, and a secretary and a treasurer, who need not be members of said board and who may be the same person. The treasurer shall give bond for the faithful performance of his duties in such form and such amount as approved and fixed by the board of selectmen. The cost of such bond shall be paid from funds of said board of directors. The chairman and, in his absence, the vice-chairman shall chair meetings of said board. The secretary shall be the custodian of all books, documents and papers filed with said board and of the minute book or journal of said board;

(c) with the approval of the board of selectmen, to make and execute all contracts and all other instruments necessary or convenient for the exercise of its powers and func-

tions, subject to the approval of the town counsel of the town of Acton as to form;

(d) with the approval of the board of selectmen, to acquire or lease, by purchase or otherwise, and to own, hold and use on such terms and conditions and in such a manner as it may deem proper and to exchange, grant options on, sell, transfer, convey, assign, lease, pledge, mortgage, encumber, grant liens on and security interests in or to otherwise dispose of, on such terms and conditions as it may deem proper, real, personal or mixed real and personal property or any interest, easement or rights therein and any assets or revenues of the board of directors, as may be necessary or appropriate to carry out its purposes;

(e) with the approval of the board of selectmen, to enter into agreements or other transactions with the commonwealth or any political subdivision or public instrumentality thereof, the United States government or any federal, state or other governmental agency;

(f) with the approval of the board of selectmen, to enter into contracts or agreements with, and to employ from time to time, contractors, architects, engineers, consultants, attorneys, accountants, construction, financial and other experts, superintendents, managers and such other agents and employees as may be necessary in its judgment and to fix their compensation;

(g) with the approval of the board of selectmen, to receive and hold funds appropriated by the town and other funds, property, labor and other things of value from any source, public or private, by gift, grant, bequest, loan or otherwise, either absolutely or in trust, and to expend or utilize the same on behalf of the corporation for any of its purposes or to act as an agent or conduit in administering or disbursing funds or financial or other aid from any source; provided, however, that all revenues collected or received by the board of directors in connection with its activities, investments or transactions shall be expended only with approval of the board of selectmen of the town of Acton;

(h) to appear in its own behalf before boards, commissions, departments or other agencies of municipal, state or federal government;

(i) to procure insurance against any loss in connection with the property or activities of said board, in such amounts and from such insurers as it may deem necessary or desirable and, with the approval of the board of selectmen, to indemnify its members or agents if and to the extent specified from time to time in the by-laws of the corporation and subject to and in the manner provided by section six of chapter one hundred and eighty of the General Laws;

(j) to formulate and, with the approval of the board of selectmen, to carry out or monitor plans for projects involving the acquisition or operation of housing facilities of any kind or nature, and to construct, reconstruct, renovate, expand, extend, improve, repair, remodel, equip, furnish, maintain, manage and operate such facilities;

(k) with the approval of the board of selectmen, to fix and revise from time to time and to charge and collect rates, fees, rentals and other charges and sales prices for or in connection with the use, occupancy or other disposition of any housing facility or other property or portion thereof under its ownership or control;

(l) with the approval of the board of selectmen, to establish, impose, grant or amend, by deed, lease or any other means or method and to hold the benefit of, monitor, exercise and

enforce lawful restrictions on the rental, sale, resale, use or occupancy of housing facilities or other property under its ownership or control, or other facilities or property designated by the selectmen of the town or restrictions with respect to the income of owners, tenants or occupants of such housing facilities or other property, or options and rights of first refusal with respect to such facilities or property and to waive, release or discharge any such options, rights or restrictions;

(m) with the approval of the board of selectmen, to enter into, perform or monitor agreements or other transactions with contractors, developers, brokers or other real estate professionals or any other person relating to the provisions of affordable housing for persons of low and moderate income in the town;

(n) to do any and all things necessary or convenient to carry out its purposes and exercise the powers conferred by this act; provided, however, that said board of directors may delegate to any committee or member of said board any action which said board is empowered to do or make or which said board shall have power to conduct by itself;

(o) no contract or agreement to purchase or accept as a gift, any right, interest or title to real property, shall be entered into until a site inspection has been made and a report received from a qualified person regarding the presence of hazardous materials or substances, as defined in chapter twenty-one E of the General Laws on or at the property.

SECTION 3. Notwithstanding the provisions of any general or special law to the contrary, the income, assets and activities of Acton Community Housing Corporation shall be exempt from all taxes and assessments and said board shall not be subject to any provisions of chapter sixty-three of the General Laws or to any taxes based upon or measured by property or income, imposed by the commonwealth or by any political subdivision thereof. Said board is hereby authorized and empowered to enter into agreements with the assessor of the town of Acton and with the approval of the board of selectmen, wherein said board shall undertake to make to the town annual payments in lieu of taxes in connection with any real property acquired and owned by said corporation, the amounts of such payments to be reasonable sums stipulated in such agreement or agreements or determined in accordance with a reasonable formula so stipulated.

SECTION 4. The town of Acton may appropriate funds for carrying out, by said board, of the purposes as set forth herein. Any appropriation therefor may be raised by said town by taxation or otherwise. At least annually, the board of directors shall cause independent audits to be made of the books and records of said board, which annual audits shall be filed with the board of selectmen of said town.

SECTION 5. In the event that said board shall be dissolved in accordance with law at any time, all property and interests therein, and all assets and rights of said board existing at such time shall be transferred to the town of Acton by authority of this act, and title to all such property and all such rights shall vest in said town of Acton automatically without the need for further action or instrument and the town of Acton shall, to the maximum extent permitted by law and acting by and through its board of selectmen, assume, hold and exercise the powers and duties of the board of selectmen as set forth herein with respect to such property and rights so transferred to said town.

SECTION 6. This act shall take effect upon its passage.

Approved June 28, 1996.

Chapter 144. AN ACT REQUIRING SCHOOL BUS HEADLIGHTS TO BE ILLUMINATED WHILE SUCH BUS IS IN OPERATION.

Be it enacted, etc., as follows:

Clause (7) of section 7B of chapter 90 of the General Laws, as appearing in the 1994 Official Edition, is hereby amended by inserting after the sixth sentence the following sentence:- The operator of a school bus shall cause its headlamps to be illuminated while such bus is in operation.

Approved June 28, 1996.

Chapter 145. AN ACT RELATIVE TO THE APPOINTMENT DATE OF TOWN COUNCIL EMPLOYEES OF THE CITY KNOWN AS THE TOWN OF METHUEN.

Be it enacted, etc., as follows:

SECTION 1. Section 2-8(a) of Article 2 of the charter of the city known as the town of Methuen which is on file in the office in the archivist of the commonwealth, as provided in section twelve of chapter forty-three B of the General Laws, is hereby amended by striking out the first sentence and inserting in place thereof the following sentence:- City Accountant - the town council shall, on or before January fifteenth in odd numbered years, elect, by ballot or otherwise, a city accountant to hold office for a term of two years and until his successor is qualified.

SECTION 2. Section 2-8(b) of said Article 2 of said charter is hereby amended by striking out the first sentence and inserting in place thereof the following sentence:- Clerk of the Council - the town council shall, on or before January fifteenth in odd numbered years, elect, by ballot or otherwise, a clerk of the council to hold office for a term of two years or until his successor is qualified.

SECTION 3. Section 2-8(c) of said Article 2 of said charter is hereby amended by striking out the first sentence and inserting in place thereof the following sentence:- City Solicitor - the town council shall, on or before January fifteenth in odd numbered years, elect, by ballot or otherwise, a city solicitor to hold office for a term of two years and until his successor is qualified.

SECTION 4. The terms of office of the current incumbents in the offices referred to in sections one, two and three shall be extended until January fifteenth, nineteen hundred and ninety-nine.

SECTION 5. This act shall take effect upon its passage.

Approved June 28, 1996.

Chapter 146. AN ACT RELATIVE TO A CERTAIN LIQUOR LICENSE IN THE TOWN OF BOLTON.

Be it enacted, etc., as follows:

SECTION 1. Chapter 386 of the acts of 1986 is hereby amended by striking out section 2 and inserting in place thereof the following section:-

Section 2. Notwithstanding the vote of the town of Bolton cast at a previous biennial state election on the questions to have been placed on the ballot for the town for such election under the authority of section eleven of said chapter one hundred and thirty-eight or the additional subdivisions thereof provided by chapter seven hundred and six of the acts of nineteen hundred and sixty-seven and chapter eight hundred and fifty of the acts of nineteen hundred and sixty-nine, the state secretary shall cause the following question to be placed on the ballot for the town of Bolton at the state election to be held on November fourth, nineteen hundred and eighty-six and each subsequent biennial state election thereafter; provided, however, that if a majority of the votes cast in said town in answer to said question is in the affirmative in three successive biennial state elections, the state secretary shall no longer place the following question on said ballot:-

(G) Shall a restaurant license be granted in the town of Bolton to Rich House, Inc., for the sale of all alcoholic beverages, to be consumed on the premises?

If a majority of the votes cast in said town in answer to the above subdivision (G) is in the affirmative, said town shall, irrespective of the results of votes taken in answer to any other subdivision, be taken to authorize for each of the two calendar years next succeeding, the issuance of said restaurant license as defined and limited in section twelve of said chapter one hundred and thirty-eight, for the sale in said town of all alcoholic beverages to be consumed on the premises of Rich House, Inc. subject to all provisions of said chapter one hundred and thirty-eight except as herein otherwise provided.

Notwithstanding the foregoing, if a majority of the votes cast in said town is in the affirmative in three successive biennial state elections then said license shall be considered to be a permanent license; provided, however, that the licensing authority shall not approve the transfer of said license to any other person, organization or corporation; and, provided further, that the granting of said license shall reduce by one any increase in licenses granted due to census reapportionment under section seventeen of said chapter one hundred and thirty-eight.

SECTION 2. This act shall take effect as of September tenth, nineteen hundred and eighty-six.

Approved June 28, 1996.