

# The Commonwealth of Massachusetts

MICHAEL JOSEPH CONNOLLY  
Secretary of State  
ONE ASHBURTON PLACE, BOSTON, MASS. 02108

## ARTICLES OF ORGANIZATION

(Under G.L. Ch. 180)

Incorporators

RESIDENCE

NAME

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

Duane Day

137 Warren Avenue, Boston, MA 02116

11/21/04

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

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

Boston Community Loan Fund, Inc.

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

(a) To provide access to housing primarily for lower income households and other disadvantaged people through limited equity cooperatives, <sup>community</sup> and trusts and other models which establish and preserve housing for these groups.

(b) To encourage and promote public discussion groups, forums, panels, lectures and other similar programs designed to educate the public about the benefits ~~of housing~~ and financing needs of the housing models promoted by the fund.

(c) To promote alternative models for financing Community housing development and related activities. These models will be designed to encourage investment by local community organizations religious institutions, and individuals, and promote greater responsiveness to community and low income needs on the part of conventional lending institutions.

(d) To assist borrowing organizations to obtain technical assistance.

34 338011

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" 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 one sheet so long as each article requiring each such addition is clearly indicated.

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C ☐  
P ☐  
M ☐  
R.A. ☐

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:

NA

Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation or of its directors or members, or of any class of members, are as follows:

See 4A-1 Attached



POWERS OF BOSTON COMMUNITY LOAN FUND, INC. 4A-1.

- A. To provide low-interest loans, mortgages, grants, and other debt and equity financing to organizations and individuals engaged in activities consistent with the purposes of the Boston Community Loan Fund, with priority given to programs addressing the urgent needs of low-income and other disadvantaged people.
- B. To solicit and accept gifts of personal and/or real property from any person(s) and/or association(s) of persons and/or organizations(s) and to invest and reinvest such assets and any other assets of the corporation.
- C. To borrow assets and issue promissory notes and/or other evidences of indebtedness and to mortgage assets of the corporation as collateral security for the payment and/or satisfaction thereof.
- D. In general, to do, either directly or indirectly and either alone or with any other person(s) and/or association(s) of persons and organization(s), all things necessary and/or incidental to or in furtherance of the accomplishment of the purposes of the corporation and to use and exercise all powers conferred, from time to time, by the laws of the Commonwealth of Massachusetts upon corporations organized and existing pursuant to the provisions of Chapter 180 of the Massachusetts General Laws as the same may be amended or reenacted, from time to time.
- E. No part of the assets of the corporation shall inure to the benefit of the trustees or officers of the corporation or other persons except that the corporation may pay reasonable compensation for services rendered the corporation in the furtherance of the accomplishment of the purposes of the corporation.
- F. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation except as may be permitted pursuant to the provisions of IRC Section 501(c)(3) and acts amendatory thereto.
- G. The corporation shall not carry on any other activities not permitted to be carried on:
  - (1) by a corporation which is exempt from federal income tax pursuant to the provisions of IRC Section 501(c)(3) as the same may be amended or reenacted, from time to time; or
  - (2) by a corporation, contributions to which are deductible pursuant to the provisions of IRC Section 170(c)(2) as the same may be amended or reenacted, from time to time.
- H. The corporation shall not discriminate against any person(s) on the basis of the race, color, religion, sex, sexual preference or national origin of such person(s).



1. In the event of the dissolution of the corporation, the assets of the corporation remaining after satisfying the obligations of the corporation shall be distributed to a corporation which is exempt from federal income taxation pursuant to the provisions of IRC Section 501(c)(3) and contributions to which are deductible pursuant to the provisions of IRC Section 170, as amended, which corporations shall pledge to carry out the purposes of this corporation as a condition to the acceptance of such assets.



5. Its 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:

14 Beacon Street, Room 507, Boston, MA 02108

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 and Director: Nikki Flionis	25 Hemenway,	Boston, MA 02115
Treasurer and Director: David Wiley	20 Long Meadow Road,	Lincoln, MA 01773
Clerk and Director: Theresa Ragot	18 Dartmouth St.,	Boston, MA 02116

Directors: (or officers having the powers of directors)

Rahim A. Al-Kaleen 103 Brunswick St., Dorchester, MA 02121  
 Mary O'Hara 189 Metropolitan Ave., Roslindale, MA 02131  
 John Bell 101 Robinwood Ave., Jamaica Plain, MA 02130  
 Joe Valley 54 Montgomery St., Boston, MA 02116

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

December 31

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

Second Wednesday in March

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 30<sup>th</sup> day of November 1984

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.

*Duane Day*  
 Duane Day

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



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 \$20.00 having been paid, said articles are deemed to have been filed with me this 3rd day of December 1987

Effective date

*Michael Joseph Connolly*  
MICHAEL JOSEPH CONNOLLY  
Secretary of State

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

TO:

Attorney Daniel Burnstein

6 Beacon Street, Suite 918

Boston, MA 02108

Telephone (617) 227-8840

Filing Fee \$20.00

Copy Mailed

A TRUE COPY ATTEST

*Michael Joseph Connolly*

# The Commonwealth of Massachusetts

MICHAEL J. CONNOLLY

Secretary of State

FEDERAL IDENTIFICATION

NO. 22-2593378

ONE ASHBURTON PLACE, BOSTON, MASS. 02108

## ARTICLES OF AMENDMENT

General Laws, Chapter 180, Section 7.

This certificate must be submitted to the Secretary of the Commonwealth within sixty days after the date of the vote of members or stockholders adopting the amendment. The fee for filing this certificate is \$10.00 as prescribed by General Laws, Chapter 180, Section 11C(b). Make check payable to the Commonwealth of Massachusetts.

We, Elyse Cherry  
James Walsh

President, ~~Vice President~~, and  
Clerk/Assistant Clerk of

Boston Community Loan Fund, Inc.

(Name of Corporation)

located at 30 Germania Street, Boston (Jamaica Plain), MA 02130

do hereby certify that the following amendment to the articles of organization of the corporation was duly adopted at a meeting held on December 15, 1993, by vote of 69 members/

~~XXXXXX~~ being at least two thirds of its members legally qualified to vote in meetings of the corporation (or, in the case of a corporation having capital stock, by the holders of at least two thirds of the capital stock having the right to vote thereon): Add the following additional purposes to Article 2;

- (e) To finance or otherwise support community development projects which directly or indirectly benefit low income or disadvantaged people or communities.
- (f) To carry on any other activities which may lawfully be carried on by a corporation organized under Chapter 180 of the Massachusetts General Laws and which are not inconsistent with exemption from taxation under Section 501(c)3 of the Internal Revenue Code, including activities which may be necessary, useful or desirable to accomplish the foregoing purposes.

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.

The foregoing amendment will become effective when these articles of amendment are filed in accordance with Chapter 180, Section 7 of the General Laws unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than thirty days after such filing, in which event the amendment will become effective on such later date.

IN WITNESS WHEREOF AND UNDER THE PENALTIES OF PERJURY, we have hereto signed our names this

7<sup>th</sup>

day of

March

in the year 1995

Elyse Cherry

President/Vice President

James Walsh

Clerk/Assistant Clerk



THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT

(General Laws, Chapter 180, Section 7)

I hereby approve the within articles of amendment  
and, the filing fee in the amount of \$  
having been paid, said articles are deemed to have been  
filed with me this  
day of , 19

MICHAEL J. CONNOLLY

Secretary of State

TO BE FILLED IN BY CORPORATION

PHOTO COPY OF AMENDMENT TO BE SENT

TO:

Thomas G. Schnorr, Esq.

Palmer & Dodge

One Beacon Street

Boston, MA 02108

Telephone 617-573-0363

Copy Mailed