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# The Commonwealth of Massachusetts PAUL GUZZI

Secretary of the Commonwealth

STATE HOUSE  
BOSTON, MASS. 02133

## 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.*

- |    |                      |  |
|----|----------------------|--|
|    | Lawrence M. Rochette | 107 Connell Ave., Brockton, Ma 02402       |
| 3. | Richard Sanford      | 4 Kayajan Ave., Buzza-rds Bay, Ma<br>02532 |
| 2. | Bryon Owens          | RFD#5, Carver, Ma 02330                    |
| 1. | John S. Craig III    | 11 Hoplea Rd., Simsbury, CT 06070          |

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):

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

Photographic Historical Society of New England, Inc. ✓

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

To establish a permanent organization of persons interested in the collection, possession and history of photographic equipment, images and literature and in the methods and techniques of photographic research relating to photography; to encourage the writing, preparation and dissemination of literary works, information, technical data and other materials relating to photography; to promote a better understanding and appreciation of the history of photography; to hold regular meetings where business of the Society may be transacted, and where members may exchange information and ideas and exchange and display material and equipment; to sponsor and conduct discussions, conferences and study groups relating to photography and the history and development thereof and to sponsor and hold exhibits and displays of photographic materials of every kind; to publish bulletins, journals, magazines, books and other documents relating to photography; to promote, establish and uphold the highest standards of fair conduct in all activities and associations of its members; provided, however, that the Society shall not in any way, directly, or indirectly, engage in the carrying on of propaganda or otherwise attempt to influence legislation, nor participate in, no intervene in, any political campaign on behalf of any candidate for public office.

*do not*

NOTE: If provisions for which the space provided under Articles 2, 3 and 4 is not sufficient, additions should be set out on continuation sheets to be numbered 2A, 2B, etc. Indicate under each Article where the provision is set out. Continuation sheets shall be on 8 1/2" x 11" paper and must have a left-hand margin 1 inch wide for binding. Only one side should be used.

3. 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:—

Members. Any interested person or family, who subscribes to the above purposes, may become a member by applying on forms prescribed by the Executive Board, approval by the Executive Board, and payment of the current year's dues. The Executive Board shall provide for Regular and other classes of membership, and shall fix the terms of each such class

....Each Regular Member shall be entitled to one vote (two votes per family membership)....

- 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, or of any class of members, are as follows:—

Please note addenda of Sections XII and XIII of our approved by-laws

- If there are no provisions state "None".

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Section XII

Assets and Income. (a) No part of the net income or assets of the Society (corporation) shall inure to the benefit of any individual member, director, officer or other private individual, either during the existence of the Society (corporation) or in the event of its liquidation or dissolution except that the Society (corporation) shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and disbursements in furtherance of the lawful purposes of the Society (corporation). All monies and other property received by the Society (corporation) from any source shall become a part of the assets of the Society (corporation) and shall be held and administered to effectuate its lawful purposes

(b) Upon liquidation or dissolution of the Society (corporation), whether voluntary or involuntary, all assets remaining after settlement of any outstanding obligations shall be conveyed to one or more other organizations which are described in Section 501 (c) (3)

and exempt from taxation under Section 501(a) of the Internal Revenue Code of 1954, as amended, or the corresponding provisions of any subsequent Federal tax laws, at the time in effect, engaged in activities of a charitable, scientific, literary or educational nature, upon such terms and conditions as the Executive Board may determine by the affirmative vote of not less than a majority of the total number of members of the Executive Board then in office, but by not less than three Directors. Any of such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Society (corporation) in the Commonwealth of Massachusetts is then located, exclusively for such purposes or to such organizations or organizations, as such court shall determine, which are organized and operated exclusively for such purposes.

Section XIII

Limitations. Notwithstanding any other provision of these Articles of Incorporation (and By-Laws), the Society (corporation) shall not carry on any activities not permitted to be carried on (a) by a corporation which is described in Section 501(c) (3) and exempt from taxation under Section 501(a) of the Internal Revenue Code of 1954, as amended, or the corresponding provisions of any subsequent Federal tax laws, at the time in effect; or (b) by a corporation, contributions to which are deductible under Section 170(c) (2) of said Code, or the corresponding provisions of any subsequent Federal tax laws, at the time in effect.

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:

~~P.O. Box 400, Buzzards Bay, Mass. 02532~~  
 4 Kayajan Avenue, Buzzards Bay, Mass. m 02532

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: John S. Craig III	11 Hoplea Rd., Simsbury, CT	06070 SAME
Treasurer: Bryon Owens	RFD#5 Carver, Mass.	02330 SAME
Clerk: Richard Sanford	4 Kayajan Ave., Buzzards Bay, Mass.	02532 SAME
Directors: (or officers having the powers of directors)		
Matthew R. Isenberg	P.O. Box 164, Hadlyme, Conn	06439 SAME
Richard D. Bolt	145 Tower Rd., Dalton, Mass.	SAME
Richard Russack	475 Chauncy St., Mansfield, Mass	02048 SAME
Henry Weisenburger	210 Main St., Cochituate, Mass	01778 SAME
Mrs. Claire Billington	95 Church St., No. Attleboro, Ma	SAME
Lawrence M. Rochette	107 Connell Ave., Brockton, Mass.	02402 SAME

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:

May

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

none

IN WITNESS WHEREOF and under the penalties of perjury the above-named INCORPORATOR(S) sign(s) these Articles of Organization this 28 day of January 19 75

*John S. Craig III*      *Lawrence M. Rochette*  
*Richard L. Sanford*  
*Bryon Owens*

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.