

**The Commonwealth of Massachusetts**  
**William Francis Galvin**  
Secretary of the Commonwealth  
One Ashburton Place, Room 1717, Boston, Massachusetts 02108-1512

Examiner

Name  
Approved

**ARTICLES OF ORGANIZATION**  
**(General Laws, Chapter 180)**

**ARTICLE I**

The exact name of the corporation is:

Pure Incubation Foundation, Inc.

**ARTICLE II**

The purpose of the corporation is to engage in the following activities:

The Corporation is organized under Chapter 180 of the General Laws of the Commonwealth of Massachusetts and shall be operated exclusively for religious, charitable, scientific, literary and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). In furtherance thereof, but without limitation thereon, the Corporation shall hold, invest and administer assets received as charitable gifts, bequests and contributions and use such assets or the income therefrom to make grants and other distributions to support activities and projects of organizations operated exclusively for religious, charitable, scientific, literary or educational purposes.

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, officers, other private individuals or organizations organized and operated for a profit (except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as herein above stated). The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such extent as would result in the loss of exemption under section 501(c)(3) of the Code. The Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision herein, and as permitted by applicable law, the Corporation shall not carry on any activities not permitted to be carried on: (i) by a corporation formed under Chapter 180 of the General Laws of the Commonwealth of Massachusetts; (ii) by an organization exempt from federal income taxation under section 501(a) of the Code, as an organization described in section 501(c)(3) of the Code; or (iii) by an organization, contributions to which are deductible under sections 170(c)(2), 2055(a)(2), or 2522(a)(2) of the Code.

C   
P   
M   
R.A.

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

P.C.

### ARTICLE III

A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualification and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

None.

### ARTICLE IV

\*\*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 Attachment Page attached hereto.

### ARTICLE V

The 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 on the following page, have been duly elected.

*\*\*If there are no provisions, state "None".*

*Note: The preceding four (4) articles are considered to be permanent and may only be changed by filing appropriate Articles of Amendment.*

Pure Incubation Foundation, Inc.  
(the "Corporation")

Articles of Organization – Article IV Attachment Page

- (1) No officer or director shall be personally liable to the Corporation for monetary damages for any breach of fiduciary duty as an officer or director notwithstanding any provision of law imposing such liability, except (to the extent provided by applicable law) for liability (i) for breach of the officer's or director's duty of loyalty to the Corporation, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (iii) for any transaction from which the officer or director derived an improper personal benefit.
- (2) The directors may make, amend or repeal the By-Laws in whole or in part.
- (3) The Corporation shall make no contribution for other than religious, charitable, scientific or educational purposes, within the meaning of Section 501(c)(3).
- (4) 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.
- (5) No part of the net earnings or the assets of the Corporation shall inure to the benefit of any officer or director of the Corporation or any private individual, except that the Corporation may pay reasonable compensation for services rendered and make payments and distributions in furtherance of its exempt purposes.
- (6) Upon the dissolution of this Corporation, its assets remaining after payment of all debts and liabilities of this Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose.
- (7) No substantial part of the activities of this Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(H) of the Internal Revenue Code), and this Corporation shall not participate in, or intervene in, including the publishing of statements, any political campaign on behalf of, or in opposition to, any candidate for public office.
- (8) The income of the Corporation for each taxable year shall be distributed at such time and in such manner as to not subject the Corporation to the tax on undistributed income imposed by Section 4942 of the Code.
- (9) In the event the Internal Revenue Service determines upon initial application that the Corporation is a "private operating foundation" under Section 4942(j)(3), then for each taxable year, the Corporation shall make distributions at such times and in such manner as to cause the Corporation to maintain such qualification, as a "private operating foundation" for

each taxable year under Section 4942(j)(3) of the Code and Sections 53.4942(b)-1 through 53.4942(b)-3 of the Treasury Regulations.

- (10) The Corporation shall not engage in any act of self-dealing, as that term is defined in Section 4941(d) of the Code; nor acquire or retain any excess business holdings within the meaning of Section 4943(c) of the Code; nor make any investments in such manner as to subject the Foundation to tax under Section 4944 of the Code; nor make any taxable expenditures within the meaning of Section 4945(d) of the Code.
- (11) All references herein to (i) the Internal Revenue Code shall be deemed to refer to the Internal Revenue Code of 1986, as now in force or hereafter amended, (ii) any chapter of the Massachusetts General Laws shall be deemed to refer to said chapter as now in force or hereafter amended, and (iii) particular sections of the Internal Revenue Code or Massachusetts General Laws shall be deemed to refer to similar or successor provisions hereafter adopted.

**ARTICLE VI**

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing.

**ARTICLE VII**

The information contained in Article VII is not a permanent part of the Articles of Organization.

a. The street address (post office boxes are not acceptable) of the principal office of the corporation in *Massachusetts* is:

222 Rosewood Drive, 8th Floor, Danvers, MA 01923

b. The name, residential address and post office address of each director and officer of the corporation is as follows:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:		SEE ATTACHED OFFICERS LIST	
Treasurer:			
Clerk:			
Directors: (or officers having the powers of directors)		SEE ATTACHED DIRECTORS LIST	


c. The fiscal year of the corporation shall end on the last day of the month of: May

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

C T Corporation System, 155 Federal Street, 7th Floor, Boston, MA 02110

I/We, the below signed incorporator(s), 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 officers have not been similarly convicted. If so convicted, explain.

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address(es) are clearly typed or printed beneath each signature, do hereby associate with the intention of forming this corporation under the provisions of General Laws, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 4th day of March, 2022,

  
 \_\_\_\_\_  
 Rodney Bedow, Incorporator  
 \_\_\_\_\_  
 24 Baker Road  
 \_\_\_\_\_  
 Reading, MA 01867  
 \_\_\_\_\_

*Note: If an existing corporation is acting as incorporator, type in the exact name of the corporation, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said corporation and the title held or other authority by which such action is taken.*

**Pure Incubation Foundation, Inc.**

**Attachment Page  
to  
MA Articles of Organization**

**List of Officers and Directors**

<b>NAME</b>	<b>TITLE</b>	<b>RESIDENTAIL ADDRESS &amp; POST OFFICE ADDRESS</b>
Barry Harrigan	Chief Executive Officer, Director	75 Boxford Road, Ipswich, MA 01938 222 Rosewood Drive, 8th Floor Danvers, MA 01923
Melissa Chang	President, Director	106 Corning Street, Beverly, MA 01915 222 Rosewood Drive, 8th Floor Danvers, MA 01923
Kristen Duffy	Treasurer	63 Spruce Road, North Reading, MA 01864 222 Rosewood Drive, 8th Floor Danvers, MA 01923
Cara Smith	Clerk, Director	113 Water Street, Apt. 70, Beverly MA 01915 222 Rosewood Drive, 8th Floor Danvers, MA 01923
Jeffry Fronzak	Director	610 Los Pueblos Street Los Alamos, NM 87544

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are

deemed to have been filed with me on:

March 08, 2022 01:15 PM

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive style with a large, prominent initial "W".

WILLIAM FRANCIS GALVIN

*Secretary of the Commonwealth*