

**FILED**

JUN - 8 2000

WILLIAM M. GARDNER  
NEW HAMPSHIRE  
SECRETARY OF STATE

ARTICLES OF AGREEMENT  
THE HUNTINGTON AT NASHUA

We, the undersigned, being all of lawful age, do hereby associate ourselves together for the purposes of forming a corporation under the provisions of Chapter 292 of the Revised Statutes Annotated of New Hampshire and the Amendments thereto.

**ARTICLE I**

The name of this corporation shall be The Huntington at Nashua.

**ARTICLE II**

The principal place of business of this corporation shall be at Spit Brook Road, Nashua, Hillsborough County, New Hampshire.

**ARTICLE III**

The objects and purposes for which this corporation is established shall be to provide a continuum of residential care for aged men, women and couples, to promote the general charitable purposes of Mary A. Hunt and Mary E. Hunt, as directed by their Wills; and without limiting the generality of the foregoing, to acquire, lease, purchase, receive or take by gift, grant, devise, bequest or otherwise and to hold, invest, reinvest, dispose and otherwise deal with property of every kind and description, whether real, personal or mixed, wherever situated, for the uses of the corporation and for the carrying out of the terms of donations and bequests; in general, to do any other act in connection with the foregoing and incident thereto; and to have and exercise all of the powers conferred upon voluntary corporations formed under Chapter 292 of the Revised Statutes annotated of New Hampshire and the Amendments thereto.

**ARTICLE IV**

This corporation is not organized for profit and no part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its officers or other private persons, 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 set forth in Article III hereof. 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 distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, or any successor thereto, (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any successor thereto, or (c) by a voluntary corporation formed under the provisions of Chapter 292 of the Revised Statutes Annotated of New Hampshire and the Amendments thereto.

**ARTICLE V**

Hunt Corporation shall be the sole member of the Corporation.

**ARTICLE VI**

Upon the dissolution of the corporation, the member shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or

organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, or any successor thereto, as the members shall determine. Any such assets not so disposed shall be disposed of by the Superior Court of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations which are organized and operated exclusively for such purposes as said Court shall determine.

Dated at Nashua, New Hampshire, this 18 day of May, 2000.

Signature

Post Office Address

Jody S. Wilbert  
Jody S. Wilbert

51 Concord Street, Nashua, NH 03064

Maurice L. Arel  
Maurice L. Arel

6 Fireside Circle, Nashua, NH 03063

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City Clerk's Office, City of Nashua, New Hampshire

Received and Recorded this 8TH day of JUNE, 2000.

Caul B. [Signature]  
City Clerk's Signature