

State of New Hampshire

Recording fee: \$25.00
Use black print or type.

Form NP-1
RSA 292:2

ARTICLES OF AGREEMENT OF A NEW HAMPSHIRE NONPROFIT CORPORATION

THE UNDERSIGNED, being persons of lawful age, associate under the provisions of the New Hampshire Revised Statutes Annotated, Chapter 292 by the following articles:

FIRST: The name of the corporation shall be All Star I

SECOND: The object for which this corporation is established is:
exclusively for charitable, religious, and educational purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The corporation shall conduct and govern the All Star One Family Conference, a family-oriented religious and educational conference held annually on Star Island in the Isles of Shoals, New Hampshire.

THIRD: The provisions for establishing membership and participation in the corporation are:

- A. Members shall include the former chairpersons of All Star One Family Conferences, the present chairpersons, and the chairpersons-elect (collectively, "the Chairs"). The Chairs shall be lifetime members of the corporation. In addition, the members may include up to five other individuals as chosen by the members, serving staggered terms (initially, one to three years) and totaling no more than two three-year terms.
- B. Members may also be established as set forth in the bylaws.

FOURTH: The provisions for disposition of the corporate assets in the event of dissolution of the corporation including the prioritization of rights of shareholders and members to corporate assets are: that the assets of the corporation shall be distributed to one or more exempt purposes within the meaning of the Internal Revenue Code, or corresponding section of any future federal tax code.

State of New Hampshire
Form NP 1 - Articles of Agreement 3 Page(s)



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Form NP-1
(Cont.)

FIFTH: The address at which the business of this corporation is to be carried on is 413 Broad Cove

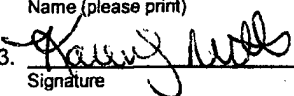
Road, Contoocook, NH 30229

SIXTH: The amount of capital stock, if any, or the number of shares or membership certificates, if any, and provisions for retirement, reacquisition and redemption of those shares or certificates are:

None.

SEVENTH: Provision eliminating or limiting the personal liability of a director, an officer or both, to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, an officer or both is (Note 1) None

EIGHTH: Signatures and post office address of each of the persons associating together to form the corporation: (Note 2)

<u>Signature and Name</u>	<u>Post Office Address</u>
1. _____ Signature <u>Elissa Best</u> Name (please print)	<u>202 Tracy Lane</u> Street <u>Shelburne</u> <u>VT</u> <u>05482</u> City/Town State Zip
2. _____ Signature <u>Dennis O'Keefe</u> Name (please print)	<u>14258 Pebblewood Drive</u> Street <u>North Potomac</u> <u>MD</u> <u>20878</u> City/Town State Zip
3.  Signature <u>Karen Mills</u> Name (please print)	<u>205 North Farms Road</u> Street <u>Coventry</u> <u>CT</u> <u>06238</u> City/Town State Zip
4. _____ Signature <u>Louise Williams</u> Name (please print)	<u>381 Wesley Court</u> Street <u>Chapel Hill</u> <u>NC</u> <u>27516</u> City/Town State Zip
5. _____ Signature <u>James Prochaska</u> Name (please print)	<u>1509 Commodore Perry Highway</u> Street <u>Wakefield</u> <u>RI</u> <u>02789</u> City/Town State Zip

Notes: 1. If no provision eliminating or limiting personal liability, insert "NONE".

2. At least five signatures are required.

DISCLAIMER: All documents filed with the Corporation Division become public records and will be available for public inspection in either tangible or electronic form.

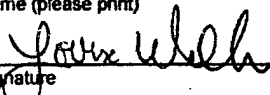
Mail fee and SIGNED ORIGINALS to: Corporation Division, Department of State, 107 North Main Street, Concord NH 03301-4989. Physical location: 25 Capitol Street, 3rd Floor, Concord, NH 03301.

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ARTICLES OF AGREEMENT

Form NP-1
(Cont.)

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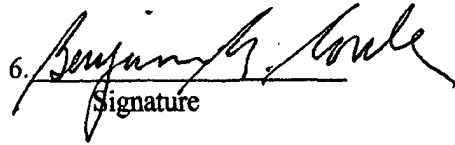
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Attachment to Articles of Agreement of
All Star I

The following are additional persons associating together to form the corporation:

6. 
Signature

Ben Soule
Name (please print)

101 Maple Street
Street

Lexington MA 02420
City/Town State Zip

7. _____
Signature

Sally Easter
Name (please print)

2312 Fairfax Street
Street

Denver CO 80207
City/Town State Zip

8. _____
Signature

Anne Etter
Name (please print)

820 Superior Drive
Street

Northfield MN 55057
City/Town State Zip

9. _____
Signature

Alison Walton
Name (please print)

3960 S. Clarkson Street
Street

Englewood CO 80113
City/Town State Zip

10. _____
Signature

Eric Yermack
Name (please print)

9 Seven Oaks Lane
Street

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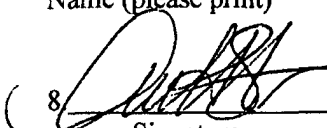
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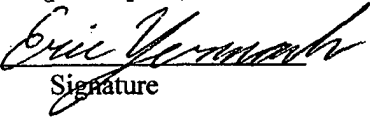
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All Star II Family Conference Corporation
c/o Peter Mosseau
45 Penacook Rd
Contoocook, NH 03229

New Hampshire Secretary of State

Corporation Division

I, Edward Doty, Vice President of All Star II Family Conference Corporation, hereby give Philip Quatrochi the All Star II Family Conference Corporation's consent and approval for Mr. Quatrochi to register and use the name "All Star I" for a new New Hampshire nonprofit corporation.



Edward Doty

Vice President