

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 \$30.00 having been paid, said articles are deemed to have been filed with me this _____ day of _____ 19__.

Effective date

Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION

PHOTO COPY OF ARTICLES OF ORGANIZATION TO BE SENT

TO:

Thomas S. Grilk
Hale and Dorr
28 State Street
Boston, Massachusetts 02109
Telephone (617) 742-9100

Filing Fee \$30.00

Copy Mailed

[RECEIVED FEB 9 1977; CORPORATION DIVISION SECRETARY'S OFFICE]

The Commonwealth of Massachusetts
PAUL GUZZI
Secretary of the Commonwealth
ONE ASHBURTON PLACE, BOSTON, MASS 02108

ARTICLES OF ORGANIZATION
(Under G.L. Ch. 180)
Incorporators

NAME	RESIDENCE
<i>Include given name in full in case of natural persons; in case of a corporation, give state of incorporation.</i>	
Thomas S. Griik	300 Beacon Street Boston, Massachusetts 02116

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:

GREATER BOSTON TRACK CLUB, INC.

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

To foster national and international amateur sports competition; to support and develop amateur athletes for participation in national and international competition in track and field and long distance running events; to promote health, physical fitness and the opportunity to achieve competitive excellence by encouraging participation in track and field and long distance running events and by organizing and promoting either by itself or in combination with other organizations and/or individuals, athletic competitions in which both members and others may participate; to educate the public concerning the healthful effects of the pursuit of athletic exercise; to provide instruction and coaching to persons desirous of obtaining such assistance, and to engage in any other activity described in Section 4(e) of Chapter One Hundred Eighty of the General Laws, provided:

(1) The Corporation's purposes shall be so interpreted as to be consistent with Section 501(c)(3) of the United States Internal Revenue Code (and successor provisions), no part of its net earnings, if any, shall inure to the benefit of any private shareholder or individual, and the Corporation shall not participate or intervene (by publishing or distributing statements or otherwise) in any political campaign on behalf of any candidate for public office;

(2) Except to the extent permitted by said Section 501(c)(3) as amended from time to time, no substantial part of the Corporation's activities shall consist of carrying on propaganda or otherwise attempting to influence legislation.

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: —

There shall be two classes of members, voting members and non-voting members. The voting members shall include the Directors and such other persons as may be elected by a vote of the majority of the voting members. The non-voting members shall include such persons as may be elected by a vote of the majority of the Board of Directors.

Any natural person, corporation, partnership or unincorporated association is qualified to serve as a member. Members shall serve for one year, except that they shall serve until successors are chosen or until notified that their term as members has expired and not been renewed. Membership may be terminated by resignation or removal in the manner provided in the By-Laws.

The voting members shall have such rights as are provided in the By-Laws and such rights including (without limitation) the rights to make, amend and repeal By-Laws, to authorize an amendment or restatement of those Articles and to authorize a consolidation or merger, as are conferred upon them by statute.

The non-voting members shall have no voting powers in the Corporation by may attend such meetings and other functions of the Corporation as the Directors may from time to time determine.

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: —

The Corporation shall have all the powers which it is permitted to have under Section 6 of Chapter One Hundred Eighty of the General Laws, including all the powers specified in Section 9 (except in paragraph (m) thereof) of Chapter 156B of said Laws and also the power specified in Section 9A of said Chapter, provided that no such power shall be exercised in a manner inconsistent with said Chapter One Hundred Eighty or any other Chapter of said Laws. The Directors may make, amend and repeal the By-Laws as provided in Section 17 of Chapter 156B of the General Laws and the By-Laws of the Corporation.

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:
C/O Thomas S. Grilk, Hale and Dorr
28 State Street, Boston, Mass.

b. The name, residence, and post office address of each of the initial directors and following officers of the corporation are as follows:

	<i>NAME</i>	<i>RESIDENCE</i>	<i>POST OFFICE ADDRESS</i>
President	John J. McDonald	371 Newtonville Ave., Newtonville, Mass	02160
Treasurer	Donald Ricciatto	10 Edgewood Rd., Westwood, Mass.	
Clerk	Donald Ricciatto	10 Edgewood Rd., Westwood, Mass.	

Directors: (or officers having the powers of directors)

John J. McDonald	Same
Robert Sevene	c/o/ Athletic Depart., Bentley College, Waltham, MA 02142
Donald Ricciatto	Same
William Squires	16 Crosby Rd., Wakefield, Mass., 01800
Lawrence R. Newman	47 South Central St., Bradford, MA 01830

c. The date initially adopted on which the corporation's fiscal year ends is:
August 30

d. The data initially fixed in the by-laws for the annual meeting of members of the corporation is:
Third Tuesday in September

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 above-named INCORPORATOR(S) sign(s) these Articles of Organization this 9th day of February, 1977.

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 officers have not been similarly convicted. If so convicted, explain.

< Thomas S. Grilk >