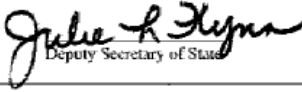


DOMESTIC
NONPROFIT CORPORATION

STATE OF MAINE

ARTICLES OF INCORPORATION

File No. 20090212ND Pages 5
Fee Paid \$ 40
DCN 2083081400015 ARTI
~~FILED~~
10/31/2008


Deputy Secretary of State

A True Copy When Attested By Signature

Deputy Secretary of State

Pursuant to 13-B MRSA §403, the undersigned incorporator(s) execute(s) and deliver(s) the following Articles of Incorporation

FIRST: The name of the corporation is Crescent Lake Watershed Association

SECOND: ("X" one box only Attach additional page(s) if necessary)

- The corporation is organized as a public benefit corporation for the following purpose or purposes
See attached Exhibit "A"
- The corporation is organized as a mutual benefit corporation for all purposes permitted under Title 13-B or, if not for all such purposes, then for the following purpose or purposes

THIRD: The Registered Agent is a: (select either a Commercial or Noncommercial Registered Agent)

- Commercial Registered Agent CRA Public Number: _____

(name of commercial registered agent)
- Noncommercial Registered Agent
Walter C. Hebold
(name of noncommercial registered agent)
145 Edwards Road, Casco, Maine 04015
(physical location, not P O Box - street, city, state and zip code)
P. O. Box 1298, Raymond, Maine 04071
(mailing address if different from above)

FOURTH: Pursuant to 5 MRSA §1083, the registered agent as listed above has consented to serve as the registered agent for this nonprofit corporation

Form No. MNPCA-6 (1 of 3)

FIFTH: The number of directors (not less than 3) constituting the initial board of directors of the corporation, if the number has been designated or if the initial directors have been chosen, is _____.

The minimum number of directors (not less than 3) shall be 3 and the maximum number of directors shall be 9.

SIXTH: Members: ("X" one box only)

- There shall be no members
 There shall be one or more classes of members and the information required by 13-B MRSA §402 is attached.


SEVENTH: (Optional) (Check if this article is to apply)

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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

EIGHTH: (Optional) (Check if this article is to apply)

Other provisions of these articles including provisions for the regulation of the internal affairs of the corporation, distribution of assets on dissolution or final liquidation and the requirements of the Internal Revenue Code section 501(c) are set out in Exhibit _____ attached hereto and made a part hereof.

Incorporators*


(signature)

Walter C. Hebold

(type or print name)

(signature)

(type or print name)

(signature)

(type or print name)

Dated October 24, 2008

Street 145 Edwards Road
(residence address)

Casco, Maine 04015

(city, state and zip code)

Street _____
(residence address)

(city, state and zip code)

Street _____
(residence address)

(city, state and zip code)

Form No. MNPCA-6 (2 of 3)

For Corporate Incorporators*

Name of Corporate Incorporator _____

By _____
(signature of officer)

Street _____
(principal business location)

(type or print name and capacity)

(city, state and zip code)

Name of Corporate Incorporator _____

By _____
(signature of officer)

Street _____
(principal business location)

(type or print name and capacity)

(city, state and zip code)

***Articles are to be executed as follows:**

If a corporation is an incorporator (13-B MRSA §401), the name of the corporation should be typed or printed and signed on its behalf by an officer of the corporation. The articles of incorporation must be accompanied by a certificate of an appropriate officer of the corporation, not the person signing the articles, certifying that the person executing the articles on behalf of the corporation was duly authorized to do so.

Please remit your payment made payable to the Maine Secretary of State.

Submit completed form to:

**Secretary of State
Division of Corporations, UCC and Commissions
101 State House Station
Augusta, ME 04333-0101
Telephone Inquiries (207) 624-7752**

Email Inquiries: CFC_Corporations@Maine.gov

Exhibit "A"
to Articles of Incorporation

Purposes: The purposes of the Corporation are to improve, restore and maintain the environmental and ecological quality of Crescent Lake and the Crescent Lake Watershed area within and including the Towns of Casco and Raymond, Maine. Its purposes include stewardship, education, and scientific evaluation and methods intended to benefit the public's use and enjoyment of Crescent Lake, including betterment and maintenance of environmental quality of the water, wildlife habitat, fishery and recreational opportunities that may be enjoyed by the public through those efforts.

Exhibit "B"
to Articles of Incorporation

Item Seventh: Organization for Tax Exempt Purposes.

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, 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 Section 501(c)(3) purposes. 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, or in opposition to, any candidate for public office.

Notwithstanding any other provision 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 (or the corresponding section of any future federal tax code) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or the corresponding section of any future federal tax code).

Upon the dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the 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.

However, if the named recipient is not then in existence or no longer a qualified distribute, or unwilling or unable to accept the distribution, then the assets of this corporation shall be distributed to a fund, foundation, or corporation organized and operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future federal tax code).