



CITY OF CAMBRIDGE

CITY HALL, CAMBRIDGE, MASSACHUSETTS 02139 • TEL. 876-6800

LAW DEPARTMENT

EDWARD D. MCCARTHY
ACTING CITY SOLICITOR

ROWENA E. TAYLOR
ASSISTANT CITY SOLICITOR

CHARLES WATSON
LEGISLATIVE AGENT

September 26, 1975

Mr. James L. Sullivan
City Manager
City Hall
Cambridge, Massachusetts

Dear Mr. Sullivan:

Pursuant to a communication from the Secretary of State re: "South Shore Cultural Alliance, Inc.," I made an investigation.

The applicant lives at the address given and has not been engaged in the illegal sale of alcoholic beverages as defined in Chapter 138, Section One nor has she been engaged in any other business or vocation prohibited by law.

"The above named applicant has not been engaged in the illegal selling of alcoholic beverages, as defined in Section One of Chapter 138, or in keeping places or tenements used for illegal gaming, or in any other business or vocation prohibited by law, or is a person of ill repute."

Respectfully submitted,

William J. FitzMaurice
Chief Investigator

WJF:jm
Enc.

The Commonwealth of Massachusetts
PAUL GUZZI

Secretary of the Commonwealth

CORPORATION DIVISION

STATE HOUSE, BOSTON

August 21, 1975

To: Mayor and Aldermen of Cambridge, Mass.

Martha Rearden 177 Erie Street Cambridge

have filed in this office an application for a certificate of incorporation, as provided for in chapter 180 of the General Laws, Tercentenary Edition, under the name of

for the purpose of **South Shore Cultural Alliance, Inc.**
-see attached purposes

to be located in the

city of Quincy

In accordance with the provisions of section five of said chapter 180 of the General Laws, Tercentenary Edition, I request that you forward forthwith to this office a statement of the facts called for by said section.

Very truly yours,

Paul Guzzi

Secretary of the Commonwealth

South Shore Cultural Alliance, Inc.

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

To bring together in an alliance those corporations organized under Chapter 180 of the General Laws of the Commonwealth of Massachusetts and entitled to exemption from Federal Income taxes under Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended, or any successor provisions thereto, which are actively and professionally operating programs in the performing or visual arts, in the humanities, in education or in other cultural activity within the Southeastern Massachusetts area for the carrying out jointly of projects which will be to their mutual benefit, including (but not limited to) the development of joint fundraising efforts and of joint administrative services; use of joint mailing lists; planning, establishment, operation and/or maintenance of joint facilities; coordination of programs, and preparation of new neighborhood programs and services for local community and multi-service centers; and as incidental to and in furtherance of the foregoing;

(Continued on Page 2A)

Paragraph 2 of Page 1 Articles of Organization Continued.

(a) To carry out the above purpose either alone or jointly, directly or indirectly, or by way of cooperation with organizations;

(b) To solicit, receive and acquire by gift, purchase, lease or otherwise, to own, maintain, improve and operate, and to sell, lease, transfer and otherwise dispose of, real and personal property, tangible or intangible, and to invest and reinvest the funds of the corporation;

(c) To make contributions in cash, property and services to (i) corporations, trusts and foundations which are organized and operated for charitable, educational or cultural purposes and which are entitled to exemption from Federal Income taxes under Section 501

(c)(3) of the Internal Revenue Code of 1954, as amended, or any successor provisions thereto and (ii) the United States, any state thereof, and any political subdivision or agency of the United States or of any state;

(d) To make contracts, incur liabilities and borrow money; to issue or endorse bonds, notes and other evidences of indebtedness; to mortgage, pledge or create any security interest in any real or personal property; and to apply for, hold, use and dispose of any and all franchises, permits, patents, licenses, consents, grants, rights or interests whatsoever which the corporation may deem necessary or appropriate for the accomplishment of its purposes;

(e) To have and to exercise all other powers and to perform all other acts permitted by law to corporations organized under Chapter 180 of General Laws of the Commonwealth as now in force or hereafter amended or supplemented; provided however that the corporation shall not engage in any activity not permitted to be carried on by organizations which are entitled to exemption from Federal Income taxes under Section 501 (c)(3) of the Internal Revenue Code of 1954, as amended, or any successor provisions thereto.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, 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 above. 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 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

This corporation is in no way organized for profit, but it shall have all powers to carry on any or all other activities incident to and in connection with the foregoing purposes, and shall have all powers conferred by the laws of the Commonwealth of Massachusetts upon corporations formed under Chapter 180 of the General Laws of Massachusetts, to do any and all acts and things, and to exercise any and all other powers which so-called non-profit corporations may now or hereafter be authorized by law to do or exercise. Without limiting the foregoing, the corporation shall have the power, either directly or indirectly and either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the corporation is organized, and to employ, hire, aid, or assist other persons and organizations whose activities are such as to further, accomplish, foster, or attain any of such purposes. Notwithstanding anything herein to the contrary, the corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501(c)(3) of the Internal Revenue Code of 1954 and the Regulations thereunder as the same now exist or as they may be hereafter amended from time to time.

Upon the dissolution of the corporation, the Board of Directors 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 the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.



CITY OF CAMBRIDGE

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Tel. 876-6800

EXECUTIVE DEPARTMENT
JAMES L. SULLIVAN
City Manager

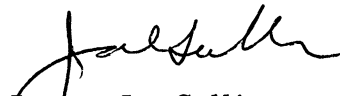
September 29, 1975

To the Honorable, the City Council:

I transmit herewith a communication from Paul Guzzi, Secretary of the Commonwealth, relative to an application from Martha Reardon, 177 Erie Street, Cambridge, for a certificate of incorporation under the name of South Shore Cultural Alliance, Inc., to be located in the city of Quincy.

Also enclosed is a report from Mr. FitzMaurice.

Very truly yours,


James L. Sullivan
City Manager

JLS/mbf
Enc.

Papers sent to Secy
of State 9-30-75
CS

In City Council,

September 29, 1975