

CERTIFICATE OF ORGANIZATION

of

[Mount Washington Valley Climber's Cooperative, Inc.]

The undersigned, being the President, Treasurer and a majority of the Directors of the Mount Washington Valley Climbers' Cooperative (The "Co-op"), hereby subscribe to the following Certificate of Organization pursuant to the provisions of NH RSA 301-A:

Article 1. The name of the corporation shall be Mount Washington Valley Climbers' Cooperative (hereafter the "Co-op").

Article 2. The period of duration of the Co-op shall be perpetual.

Article 3. The purpose for which the Co-op is formed is to engage in any one or more lawful mode or modes to: (i) provide and operate rock climbing oriented fitness facilities and services to its members; and (ii) operate on a cooperative basis for the mutual benefit of its members; and (iii) provide educational opportunities to the community through youth programs, clinics and events, and access to a resource library.

Article 4. The Co-op is organized and shall be operated exclusively on a cooperative and nonprofit basis.

Article 5. The initial place where the business of the Co-op shall be located is Mickey Hardt at 39 Oak Street, North Conway, NH 03860

Article 6. The Co-op is organized without shares and membership shall be issued only to persons eligible for and admitted to ownership in the Co-op.

Article 7. The voting rights of such memberships shall be set forth and contained in the By-Laws of the Co-op.

Article 8. The name and post office address of the resident agent of the Co-op is Mickey Hardt at PO Box 1058, North Conway, NH 03860

Article 9. The names and post office addresses of the incorporators of the Co-op and the initial Board of Directors of the Co-op who shall manage the affairs of the Co-op until the election and qualification of their successors shall be:

- Michael Hardt PO Box 1058, North Conway, NH, 03860
- Nadine Armstrong 135 Mill Street, Center Conway, NH, 03813
- Dominic Lentini 159 Hillside Ave, Conway, NH, 03813
- Robin Knakkegaard Po Box 375, Intervale, NH, 03845
- Jonathan Nicolodi PO Box 123, Jackson, NH, 03846
- Alexa Siegel PO Box 1404 Jackson, NH 03860
- Brady Callahan PO Box 1771 North Conway, NH 03860
- Kelsey Rex 115 Glen Rd., Gorham, NH 03581
- Timothy Doyle PO Box 494, North Conway 03860

Article 10. On dissolution of the Co-op, any surplus of the Co-op shall be distributed in conformity with the provisions of the NH RSA 301-A:33, as it may be amended from time to time, and shall be distributed in the following manner and order: (1); by paying or making provisions for payment of all liabilities and expenses of liquidation (2); and by distributing any remaining assets to one or more organizations that shall at the time qualify as an organization exempt from federal income taxation under section 501(c)(3) of the Internal Revenue Code. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Co-op is then located to one or more organizations that so qualify.

Signatures Appear on Following Page

Executed this 4th day of March, 2021
