



COMPANIES HOUSE

20
BB 20
100030

691

This form must be completed for all
'Place of Business' registrations.
(See note below for re-registration
from a 'Branch')

This form should be completed in black

Return and declaration delivered for registration of a place of business of an overseas company

(Pursuant to section 691 of the Companies Act 1985)

Previous branch number
(if applicable)

N/A

For official
use only FC 20194

Company name

MAINE SUMMER DRAMATIC INSTITUTE

Country of incorporation

UNITED STATES OF AMERICA. STATE OF MAINE

Address of place of business in
Great Britain

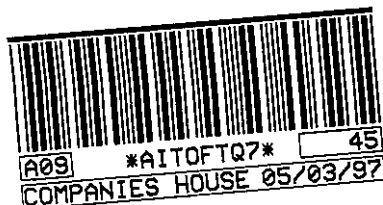
210 Brixton Road

Stockwell

Post town

County / Region London

Postcode SW9 6AP



Either

Constitution of the company

(See notes 1 and 2)

(A certified English translation must
be included)

* Delete as applicable

Mark appropriate box(es)

A certified copy of the



Instrument(s) constituting or defining the constitution of
the company; and



A certified translation

* is ~~not~~ delivered for registration

OR

The



The constitutional documents (and a certified translation *)

* and / or



Particulars of the current directors and secretary(ies)

were previously delivered in respect of a branch of the company
registered at this registry

Branch Number

The company must deliver
certified copies of its
constitutional documents
(with certified translations),
and the particulars of the
company's directors and
secretary.
However, if the company is
closing a branch registration
and effecting a place of business
registration, it may rely on the
documents or the particulars of
the directors and secretary
previously filed in
that part of Great Britain, provided
any relevant alterations to those
documents have been updated
on the register.

Directors (See notes 3, 4 and 5)**Name** *Style/Title

Forenames

Surname

*Honours etc

Previous forenames

Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

Date of birth

(See note 5)

Business occupation
(if any). If none
other directorships.

CD	MR
SHOLTO DAVID MAURICE	
ROBERTSON	
AD	210 Brixton Road
Post town	Stockwell
County/Region	London
Postcode	SW9 OAP
Country	UK
DO	2 9 1 1 2 8
Nationality	NA BRITISH
OC	Theatre Director
OD	None

Name *Style/Title

Forenames

Surname

*Honours etc

Previous forenames

Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

Date of birth

(See note 5)

Business occupation
(if any). If none
other directorships.

CD	DR
RICHARD	
ROCKEFELLER	
AD	71 FORESIDE ROAD
Post town	FALMOUTH
County/Region	MAINE
Postcode	014105
Country	USA
DO	2 0 0 1 4 9
Nationality	NA AMERICAN
OC	PHYSICIAN
OD	ROCKEFELLER FAMILY FUND, ROCKEFELLER BROTHERS FUND, MAIN COAST HERITAGE TRUST

* Voluntary details

Company Secretary(ies)

(See notes 4 and 6)

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

CS	COUNSEL
	JAMES NELSON
	BRODER
AD	1 CANAL PLAZA - 10TH FLOOR
Post town	PORTLAND
County/Region	MAINE
Postcode	07112
Country	USA

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

CS	MR
	NICHOLAS
	BLOOM
AD	582 CONGRESS STREET
Post town	PORTLAND
County/Region	MAINE
Postcode	04101
Country	USA

Person(s) authorised

List of some one or more
persons resident in Great
Britain authorised to accept
on the company's behalf
service of process and any
notice required to be
served on it.

*Style/Title
Forenames
Surname
Address

	MR
	JACOB AARON
	BRODER
	210 BRIXTON ROAD
Post town	STOCKWELL
County/Region	LONDON
Postcode	SW9 6AP

*Voluntary details

Notes

1 The copy of the instrument constituting or defining the constitution of the company must be certified in the place of incorporation of the company to be a true copy:—

(a) by an official of the Government to whose custody the original is committed; or

(b) by a notary public; or

(c) by an officer of the company on oath taken before:

(i) a person having authority in that place to administer an oath; or

(ii) any of the British officials mentioned in section 6 of the Commissioners for Oaths Act 1889.

2 The translation of the instrument must be certified to be a correct translation:—

(a) if the translation was made in the United Kingdom, by

(i) a notary public in any part of the United Kingdom;

(ii) a solicitor (if the translation was made in Scotland), a solicitor of the Supreme Court of Judicature of England and Wales (if it was made in England or Wales), or a solicitor of the Supreme Court of Judicature of Northern Ireland (if it was made in Northern Ireland); or

(iii) a person certified by a person mentioned above to be known to him to be competent to translate the document into English; or

(b) if the translation was made outside the United Kingdom, by

(i) a notary public;

(ii) a person authorised in the place where the translation was made to administer an oath;

(iii) any of the British officials mentioned in section 6 of the Commissioners for Oaths Act 1889;

(iv) a person certified by a person mentioned above to be known to him to be competent to translate the document into English.

3 'Director' includes any person who occupies the position of a director, by whatever name called.

4 Show for an individual the full forenames NOT INITIALS and surname together with any previous forenames or surname(s).

If the director or secretary is a corporation or Scottish firm - show the corporate or firm name on the surname line.

Give previous forenames or surname except that:

• for a married woman, the name by which she was known before marriage need not be given,

• names not used since the age of 18 or for at least 20 years need not be given.

In the case of a peer, or an individual usually known by a British title, you may state the title instead of or in addition to the forenames and surname and you need not give the name by which that person was known before he or she adopted the title or succeeded to it.

Address:

Give the usual residential address.

In the case of a corporation or Scottish firm give the registered or principal office.

5 In the case of an individual who has a business occupation, this occupation should be named. In the case of an individual who has no business occupation but who holds other directorships, particulars should be given of them.

6 Where all the partners in a firm are joint secretaries, only the firm name and its principal office need be given.

7 Use photocopies of the relevant section(s) of this form to provide details of additional directors, joint secretaries or persons authorised.

8 If made in a foreign country the declaration may be made before any British official mentioned in section 6 of the Commissioners for Oaths Act 1889 or, before any person having authority to administer an oath in that country.

9 If the company establishes a place of business in England and Wales AND in Scotland whether at the same time or not a separate form must be sent to each Registrar.

Person(s) authorised (continued)

List of some one or more persons resident in Great Britain authorised to accept on the company's behalf service of process and any notice required to be served on it.

*Style/Title

MS

Forenames

KINBARRA SUSANNA

Surname

RIVIERE

Address

14 HANOVER SQUARE

Post town LONDON

County/Region Postcode WIR OBE

*Style/Title

Forenames

Surname

Address

Post town

County/Region Postcode

*Style/Title

Forenames

Surname

Address

Post town

County/Region Postcode

*Style/Title

Forenames

Surname

Address

Post town

County/Region Postcode

*Voluntary details

Declaration (See note 8)

Full name and address

I JACOB AARON BRODER

of (address) 210 BRIXTON ROAD LONDON SW9 6AP

[†] *delete as applicable*

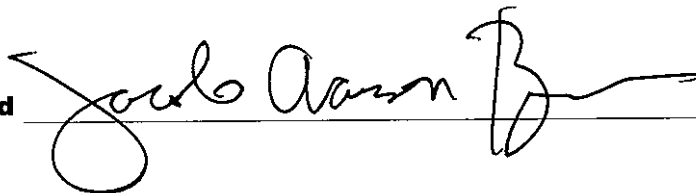
a ~~director/secretary~~ [†] person authorised to accept on the company's behalf service of process or any notices required to be served on it, do solemnly and sincerely declare that the company established its place of business in Great Britain on

0	9	0	9	9	6
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(enter date)

and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Signed



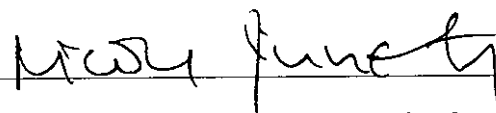
Declared at

2 Harewood place
Hanover Square London W1K 9TB

the 3rd day of March 1997

one thousand nine hundred and 97

before me



A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths. (See note 8)

Number of continuation sheets attached



To whom should Companies House direct any enquiries about the information on this form?

MS K S RIVIERE

HARBOTTLE & LEWIS 14 HANOVER SQUARE LONDON

Postcode W1R 0BE

Telephone 0171 667 5000

Extension

Please ensure the form is fully completed and then send it to the Registrar of Companies at
(See note 9)

Companies House, Crown Way, Cardiff CF4 3UZ
for companies establishing a place of business in England and Wales.
Companies House, 100-102 George Street, Edinburgh EH2 3DJ
for companies establishing a place of business in Scotland.

FILE COPY



**CERTIFICATE OF REGISTRATION
OF AN OVERSEA COMPANY**

(Establishment of a place of business)

Company No. FC020194

The Registrar of Companies for England and Wales hereby certifies that

MAINE SUMMER DRAMATIC INSTITUTE

has this day been registered under Section 691 of the Companies Act
1985 as having established a place of business in England and Wales

Given at Companies House, Cardiff, the 11th March 1997

A handwritten signature in black ink, appearing to read 'M. Jones'.

For The Registrar Of Companies



C O M P A N I E S H O U S E

Directors (See notes 3, 4 and 5)

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

Date of birth

(See note 5)

Business occupation
(if any). If none
other directorships.

Name *Style/Title
Forenames
Surname
*Honours etc
Previous forenames
Previous surname

Address

Usual residential address must be given.
In the case of a corporation, give the
registered or principal office address.

Date of birth

(See note 5)

Business occupation
(if any). If none
other directorships.

* Voluntary details

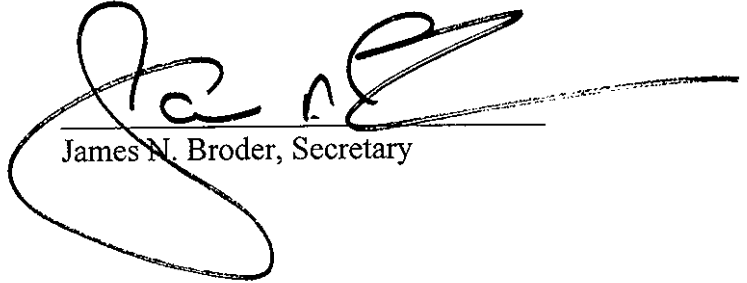
CD	MR
BRUCE	
HAZARD	
AD	RRI BOX 226
Post town	BELGRADE
County/Region	MAINE
Postcode	04917
Country	USA
DO	2 4 0 3 4 5
Nationality	NA AMERICAN
OC	NONE
OD	MAINE ARTS COMMISSION, MAINE TOURISM BOARD

CD	
AD	
Post town	
County/Region	
Postcode	
Country	
DO	
Nationality	NA
OC	
OD	

MAINE SUMMER DRAMATIC INSTITUTE

Attached hereto are the true and correct bylaws of this corporation presently in effect.

Dated: February 13, 1997

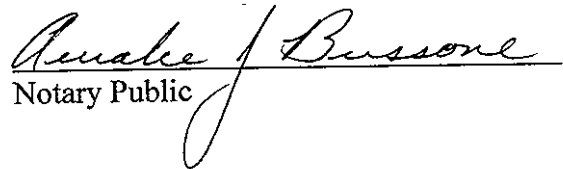

James N. Broder, Secretary

STATE OF MAINE
CUMBERLAND, SS

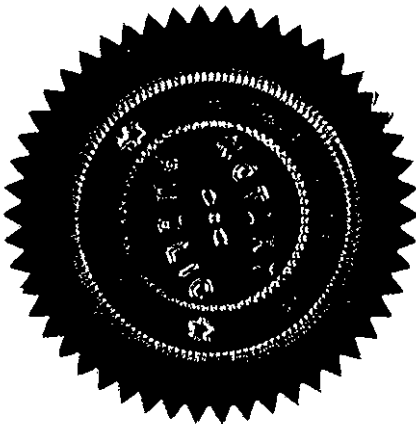
February 13, 1997

Personally appeared before me the above named James N. Broder, Secretary of Maine Summer Dramatic Institute, who, after first being duly sworn, made oath that the foregoing statement made by him are true.

Before me,


Notary Public

AURALEE J. BUSSONE
NOTARY PUBLIC, MAINE
MY COMMISSION EXPIRES JULY 31, 1998



BY-LAWS
OF
MAINE SUMMER DRAMATIC INSTITUTE
(A NON PROFIT CORPORATION)
with NO MEMBERS

ARTICLE I

Offices

The registered office of the corporation shall be located in the City of Portland, County of Cumberland and State of Maine. The corporation may also have such offices at such other places within or without the state, which the directors may from time to time determine.

ARTICLE II

Name and Purpose

Section 1. Name. The name of the corporation shall be Maine Summer Dramatic Institute.

Section 2. Purpose. The purpose of the corporation is to educate students and to train teachers in the craft and technique of classical theatre, through an annual summer conservatory and workshop, all to the end of providing talented students with the knowledge and discipline that rigorous theatrical training imparts.

ARTICLE III

Membership

Section 1. Members. There shall be no members.

ARTICLE IV

Board of Directors

Section 1. Powers of Board of Directors. The board of directors shall manage the activities of the corporation.

Section 2. Number and Selection. The board of directors shall consist of not less than three directors nor more than the

number specified in the Articles of Incorporation or any amendments thereto. Directors shall be chosen at the annual meeting of the board of directors. No decrease in the number of directors shall have the effect of shortening the term of any incumbent director. Each director shall hold office until the next annual meeting of the directors and until his successor is elected and qualified.

Section 3. Limit on Terms Served. Directors may serve successive terms without limit.

Section 4. Resignation and Removal.

(a) A member of the board of directors may resign from the board by written notice to the secretary or clerk of the corporation and the board of directors. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the secretary or clerk and the board. Acceptance of such resignation shall not be necessary to make it effective.

(b) The entire board of directors or any individual director may be removed, with or without cause, by the affirmative vote of two-thirds of the directors at a special meeting of the board called at least thirty days after notice of the proposed removal action has been given to the affected member and to all remaining members of the board of directors,

Section 5. Vacancies. An affirmative vote of a majority of the remaining directors of the board may fill any vacancies thereon or any directorship to be filled by an increase in the number of directors. Each director so elected shall hold office until the next annual meeting of the directors and until his/her successor is duly elected and qualified, subject to Section 4 of this Article.

Section 6. Meetings of the Board of Directors.

(a) Annual meetings. A meeting shall be held annually in the month of July, or on such other date or at such other time as shall be designated by the board of directors of the corporation and stated in the notice of the meeting, at which the board will elect directors and officers of the corporation and transact such other business as may be properly brought before the meeting. Notice of the annual meeting shall be delivered not less than 10 nor more than 50 days before the date of the meeting.

(b) Regular meetings. Regular meetings of the board of directors shall be held in such places and at such times as the board may determine, and if so determined, no notice thereof need be given.

(c) Special meetings. Special meetings of the board of directors may be held at any time or place and may be called by the president or on the written request of a majority of the board of directors. Reasonable written or oral notice thereof shall be given to each director by the officer calling the meeting. Such special meetings shall be held at such times and places as the notice thereof shall specify.

Section 7. Quorum. A majority of the number of directors fixed by the by-laws or Articles of Incorporation shall constitute a quorum for the transaction of business, but a lesser number may adjourn any meeting from time to time, and the same may be held as adjourned without further notice. When a quorum is present at any meeting, a majority of the directors present shall decide any question brought before such meeting.

Section 8. Unanimous Action. Unless otherwise provided by the articles of incorporation, any action required to be taken at a meeting of the directors or any action which may be taken at a meeting of the directors may be taken without a meeting, if all of the directors sign written consents setting forth the action taken or to be taken, at any time before or after the intended effective date of such action. Such consents shall be filed with the minutes of directors' meetings and shall have the same effect as a unanimous vote.

Section 9. Executive Committees. There is hereby established an executive committee, said committee to consist of two or more of the directors, the Artistic Director and Assistant Artistic Director, which, to the extent provided in these by-laws and allowed by law, shall have and may exercise the powers of the board in the management of the affairs of the corporation and may have power to authorize the seal of the corporation to be affixed to all papers which may require it. The board of directors may also designate such other committees as the board deems necessary. Such executive committee or other committees shall have such name or names as may be stated in these by-laws or as may be determined from time to time by vote of the board. All such committees shall keep regular minutes of their proceedings and report the same to the board when required.

ARTICLE V

Officers

Section 1. Principal Officers. The principal officers shall be a the Chair, the Managing/Artistic Director, the Treasurer and the Counsel/Clerk, each of whom shall be elected annually by the board of directors. These principal officers shall serve as the executive committee. The Corporation shall maintain a registered agent who shall remain in such position until the corporation

changes its registered agent in the manner prescribed by law. The registered agent shall be an individual resident of the State of Maine or a domestic or foreign corporation authorized to transact business in Maine.

Section 2. Additional Officers. The board of directors, in its discretion, may appoint such other officers, agents or employees as it may deem advisable, and prescribe the powers, duties and tenure thereof.

Section 3. Duties.

(a) The Managing/Artistic Director. The Managing/Artistic Director shall be the chief executive officer of the corporation and, when present, shall preside at all meetings of the board of directors. He/she shall have the general management of the affairs of the corporation, subject to the discretion of the board of directors. Unless some other person is thereunto duly authorized by vote of the board of directors, he/she shall sign all checks and drafts of the corporation and shall perform such other duties and have such other powers as are commonly incident to his/her office and as the board of directors from time to time may designate. He/she may be compensated for services rendered and may be reimbursed for such reasonable and authorized disbursements made in connection with his/her duties.

(b) The Treasurer. The treasurer shall direct the keeping of the accounts of the corporation and direct and attend to the depositing of the funds and securities of the corporation in such depositories or with such custodians as the board of directors shall designate. Unless the board of directors by vote directs otherwise, he/she may endorse for deposit or collection all notes, checks and other instruments payable to the corporation or its order, and may accept drafts on behalf of the corporation. In addition, he/she may sign all checks and drafts of the corporation, unless some other person is thereunto specifically authorized by vote of the board of directors. He/she shall serve without compensation except that he/she may be reimbursed for such reasonable and authorized disbursements made in connection with his/her duties.

(c) The Counsel/Clerk. The Counsel/Clerk shall keep the minutes of the meetings of the board of directors and shall serve all notices for the corporation which shall have been authorized by the board of directors, the president, or any other authorized officer. He/she shall advise the corporation on all legal matters coming before it. He/she shall serve without compensation except that he/she may be reimbursed for such reasonable and authorized disbursements made in connection with his/her duties.

(d) The Registered Agent. The registered agent shall keep accurate records of the meetings of the board of directors, including records of all votes and minutes taken by the secretary or clerk, in a book kept for that purpose. The agent shall have custody of the corporate seal and shall have the power to affix and attest the same to the contracts, deeds and other documents of the corporation when necessary or appropriate. The agent shall have custody of the permanent records of the corporation. In addition, the agent shall perform such other duties and have such other powers as the board of directors from time to time may designate.

Section 4. Resignation and Removal.

(a) An officer of the corporation may resign his or her position by written notice to the secretary and the board of directors. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the secretary and the board. Acceptance of such resignation shall not be necessary to make it effective. A registered agent of the corporation may resign as such agent by filing a written notice thereof with the Secretary of State and mailing a copy thereof to an officer of the Corporation.

(b) Any officer, agent, or employee elected as provided in Section 1 of this Article or appointed by the board may be removed by a majority vote of the board of directors at a meeting of the board at which a quorum is present.

Section 5. Vacancies. Any vacancy, however occurring, in any office may be filled by a majority vote of the directors. Any officer so elected and required to be elected annually by the board shall hold office until the next annual meeting and until his/her successor is elected and qualified, subject to removal under Section 4 of this Article.

ARTICLE VI

Fiscal Management

Section 1. Fiscal Year. The fiscal year of the corporation shall be fixed by the board of directors from time to time, subject to applicable law.

Section 2. Deposits. All funds of the corporation shall be deposited to the credit of the corporation in such banks or trust companies or other depositories as the board of directors may designate.

Section 3. Checks. All checks and orders for the payment of money shall be executed on behalf of the corporation by the

treasurer or by the managing/artistic director, or by such other officer or employee as the board of directors may from time to time designate, subject to such requirements as to counter signature or other conditions as the board may from time to time determine.

Section 4. Contracts and Notes. All contracts and deeds and all promissory notes and other obligations of the corporation other than checks and drafts shall be signed, with the prior authorization of the board of directors, by the managing/artistic director unless the board shall specifically authorize signature by some other officer or agent.

Section 5. Net Earnings. No part of the net earnings of the corporation shall inure to the benefit of any member, director, or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation in carrying out one or more of its purposes), and no member, director, or officer of the corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

Section 6. Dissolution of the Corporation. Upon the dissolution of the corporation or the termination of its activities, the assets of the corporation remaining after the payment of all its liabilities shall be distributed exclusively to one or more organizations organized and operated exclusively for such purposes as shall then qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, and as a charitable, religious, eleemosynary, benevolent or educational corporation within the meaning of Title 13B of the Maine Revised Statutes, as amended.

Section 7. Amendments. These by-laws may be altered, amended or repealed or new by-laws may be adopted by the board of directors.

Section 8. Conflict. In the event of any conflict between these by-laws and the provisions of applicable statutes, the latter shall control.

ARTICLE VII

Indemnification

Section 1. Right to Indemnification. The corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative, by reason of the fact that he/she is or was a director, officer, employee or agent of the corporation, or is or

was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses, including attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by him/her in connection with such action, suit or proceeding; provided that no indemnification shall be provided for any person with respect to any matter as to when he/she shall have been finally adjudicated in any action, suit or proceeding not to have acted in good faith in the reasonable belief that his/her action was in the best interests of the corporation, or with respect to any criminal action or proceedings, had reasonable cause to believe that his/her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, or conviction adverse to such person, or by settlement or plea of nolo contendere or its equivalent, shall not in itself create a presumption that such person did not act in good faith in the reasonable belief that his/her action was in the best interests of the corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his/her conduct was unlawful.

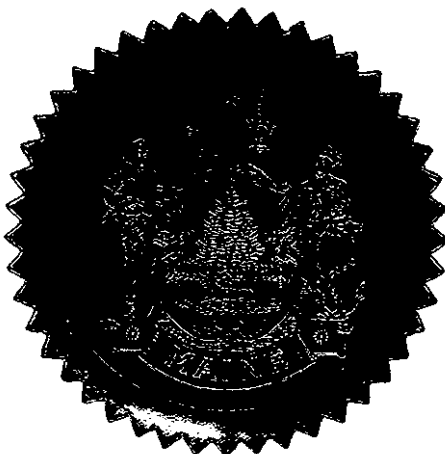
Section 2. Indemnity Against Expense. Any provision of Section 1 of this Article to the contrary notwithstanding, to the extent that a director, officer, employee or agent of the corporation has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Section 1, or in defense of any claim, issue, or matter therein, he/she shall be indemnified against expenses, including attorneys' fees, actually and reasonably incurred by him/her in connection therewith.

State of Maine



Department of State

I, the Secretary of State of Maine, certify that according to the provisions of the Constitution and Laws of the State of Maine, the Department of the Secretary of State is the legal custodian of the Great Seal of the State of Maine which is hereunto affixed and that the paper to which this is attached is a true copy from the records of this Department.



In Testimony Whereof, I have caused the Great Seal of the State of Maine to be hereunto affixed. Given under my hand at Augusta, February 12, 1997.

A handwritten signature in black ink, reading "Dan Gwadosky".

DAN GWADOSKY
SECRETARY OF STATE

1944

ing Fee \$20.00

File No. 19950093ND Pages 2

Fee Paid \$ 20.00

DCN 1942631500012 ARTI

FILED

09/19/1994

For Use By The
Secretary of State

NONPROFIT CORPORATION

STATE OF MAINE

ARTICLES OF INCORPORATION

(CHECK ONLY IF APPLICABLE)

☐ This is a Domestic Condominium Corporation.

Mary Campbell
Deputy Secretary of State

A True Copy When Attested
By Signature

Deputy Secretary of State

Pursuant to 13-B MRSA §403, the undersigned, acting as incorporator(s) of a corporation, adopt(s) the following Articles of Incorporation:

FIRST: The name of the corporation is Maine Summer Dramatic Institute

SECOND: The corporation is organized for all purposes permitted under Title 13-B, MRSA, or, if not for all such purposes, then for the following purpose or purposes:

To educate students and train teachers in the craft and technique of classical theatre, through an annual summer conservatory and workshop, all to the end of providing talented students with the knowledge and discipline that rigorous theatrical training imparts.

THIRD: The name of its Registered Agent and address of registered office (the registered agent must be a Maine resident, whose business office is identical with the registered office; or a corporation, domestic or foreign, profit or nonprofit, having an office identical with such registered office.)

James N. Broder

One Canal Plaza, Portland, ME 04112

(name)
(street address (not P.O. Box), city, state and zip code)

P.O. Box 7320, Portland, ME 04112

(mailing address if different from above)

FOURTH: The number of directors (not less than 3) constituting the initial board of directors of the corporation, if they have been designated or elected, is three (3)

The minimum number of directors (not less than 3) shall be three (3) and the maximum number of directors shall be fifteen (15)

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

☒ There shall be no members.

☐ There shall be one or more classes of members, and the information required by §402 is as follows:

SIXTH: ☒ (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.

194264/000/00/017.000

DME

SEVENTH: ☒ (Check if this article is to apply. Then fill in reference number of Section 501(c)(?) in first paragraph below.)

Upon the dissolution of the Corporation or the termination of its activities, the assets of the Corporation remaining after the payment of all its liabilities shall be distributed exclusively to one or more organizations organized and operated exclusively for such purposes as shall then qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and as a charitable, religious, eleemosynary, benevolent or educational corporation within the meaning of Title 13B, of the Maine Revised Statutes as amended.

No part of the net earnings of the Corporation shall inure to the benefit of any member, director, or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in carrying out one or more of its purposes), and no member, director, or officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

EIGHTH: Other provisions of these articles, if any, including provisions for the regulation of the internal affairs of the corporation, and distribution of assets on dissolution or final liquidation:

Dated: September 16, 1994

INCORPORATORS

ADDRESSES



(signature)

James N. Broder

(type or print name)

Street 14 Ole Musket Road

Cumberland Foreside, ME 04110

(city, state and zip code)

Street _____

(city, state and zip code)

Street _____

(city, state and zip code)

Street _____

(city, state and zip code)

Street _____

(city, state and zip code)

(signature)

(type or print name)

(signature)

(type or print name)

(signature)

(type or print name)

(signature)

(type or print name)

NONPROFIT CORPORATION

File No. 19950093ND Pages 1

Fee Paid \$ 5.00

DCN 1951781400013 AMEN

FILED

06/27/1995

Gary Cooper

Deputy Secretary of State

A True Copy When Attested
By Signature

Deputy Secretary of State

1195179/000/00/019.000

For Use By The Secretary of State	
File No.	
Fee Paid	
C.B.	
Date	

STATE OF MAINE

ARTICLES OF AMENDMENT

Pursuant to 13-B MRSA §§802 and 803, the under-
signed corporation executes and delivers for filing
the following Articles of Amendment:

FIRST:

STATE NATURE OF CHANGE (e.g. "New Section", "Deletion of Words", "Revision
of Article 3") as well as TEXT of Amendment. Use back of form if necessary.

Addition to Article SEVENTH:

Notwithstanding any other provision of these articles, the corporation is
organized exclusively for one or more of the following purposes:
religious, charitable, scientific, testing for public safety, literary, or
educational purposes, or to foster national or international amateur sports
competition (but only if no part of its activities involve the provision
of athletic facilities or equipment), or for the prevention of cruelty to
children or animals, as specified in section 501(c)(3) of the Internal
Revenue Code of 1954, and shall not carry on any activities not permitted
to be carried on by a corporation exempt from Federal income tax under
section 501(c)(3) of the Internal Revenue Code of 1954.

SECOND:

This amendment was adopted on June 23, 19 95, as follows:
("X" one box only)

- ☐ a. By the members at a meeting at which a quorum was present and the amendment
received at least a majority of the votes which members were entitled to cast.
- ☐ b. (If the Articles require more than a majority vote.) By the members at a meeting at
which the amendment received at least the percentage of votes required by the Ar-
ticles of Incorporation.
- ☐ c. By the written consent of all members entitled to vote with respect thereto.
- ☒ d. (If no members, or none entitled to vote thereon). By unanimous written consent of the
board of directors.

THIRD:

Address of the registered office in Maine: One Canal Plaza, Portland, ME
(street, city and zip code)

04112

04101

MUST BE COMPLETED FOR VOTE OF MEMBERS
I certify that I have custody of the minutes show- ing the above action by the members.
_____ (signature of clerk, secretary or asst. secretary)

Maine Summer Dramatic Institute

(Name of Corporation)

By

(signature)

James N. Broder, Secretary

(type or print name and capacity)

By

(signature)

Dated: June 26, 1995

(type or print name and capacity)

This document MUST be signed by (1) the Clerk OR Secretary OR (2) the President or a vice-president AND the Secretary or an assistant
secretary, or such other officer as the bylaws may designate as a 2nd certifying officer OR (3) if no such officers, then a majority of the
directors or such directors designated by a majority of directors then in office OR (4) if no directors, then the members or such of them
designated by the members at a lawful meeting.