



March 30, 2022

Via email – dph.don@state.ma.us

Ms. Lara Szent-Gyorgyi, Director
Determination of Need Program
Department of Public Health
250 Washington Street, 5th Floor
Boston, MA 02108

RE: Determination of Need Application – Serenity Hill Nursing Center & Rehabilitation Center
Application No. 22032815-CL

Dear Ms. Szent-Gyorgyi,

Pursuant to 105 CMR 100.000 (“Regulations”), on behalf of Long Term Center of Wrentham, Inc. (“Applicant”), we are submitting the related documents to accompany Determination of Need Application No. 22032815-CL. The Applicant requests approval to complete renovations at 655 Dedham Street, Wrentham, MA 02093.

Serenity Hill Nursing & Rehabilitation Center is a 40 bed licensed skilled nursing and rehabilitation center located in Wrentham, Massachusetts. Serenity Hill has been operated and managed by Long Term Care Centers of Wrentham specializing in short term and long-term care. Additionally, it provides hospice and respite care.

The facility was originally constructed in 1961 with 40 licensed Level II beds. The building is 1 story containing a total of 17,991 gross square footage. The building is 60 years old and needs considerable upgrades as many of the components are well beyond their useful life.

To comply with the De-Densification Requirements effective April 30, 2022, the Applicant proposes to relocate 15 licensed beds in triple-bedded and four-bedded rooms by constructing a 34 bed addition to the existing facility. The addition would include 12 additional beds under the facility’s one-time regulatory allowance. The facility will lose beds at the connection point to the new addition as part of the plan. In addition to this change, the proposed Determination of Need application would also include key renovations and upgrades to the existing facility structure and systems to restore and sustain the facility. The upgrades will provide an enhanced environment for residents and caregivers.

We believe that the Applicant has met the requirements of the “sustain and restore” sections (105 CMR: 100.100) of the Department’s determination of need regulations. It is our understanding that the proposed work complies with the Department’s definition of a conservation project.

We will be submitting the application and all necessary attachments with this letter of intent. We have also met the public notice requirements as specified in the regulations. A copy of the check for the filing fee is attached to the application.

Long Term Centers Group and the Applicant want to confirm several important matters in this submission to your office:

- First, the objective of the Plan is to address key regulatory requirements, to enhance the facility and services for residents and staff, and to foster financial sustainability in future operations
- Second, separately the Applicant is submitting Attestation and Waiver Request documentation concurrently to the appropriate State Agencies, which confirm the good faith intent to comply with the DPH new licensure rules related to 3 and 4 bed rooms. Note that in the Attestation, there is specific citation of the submittal of this timely DON application.
- Third, the plan is predicated on the intent to continue current facility operations, services, and employment. The project involving new construction will not cause undue hardship or major displacement and will be phased to assure continuity.
- Fourth, this is a renovation/construction project involving an existing facility and currently licensed beds (plus the allowable 12 bed add-on).
- Fifth, the project will address the 3-4 bed requirement, Life Safety Code upgrades, and it will enhance quality, environment, and infection protection features.
- Sixth, the application points to the material improvement in future financial performance following the project. The Applicant acknowledges DoN's policy relating to obtaining the opinion of financial feasibility by an independent, qualified CPA, and will address and comply with this as needed.

Thank you for your consideration of this request. Please contact Karen Koprowski, Regulatory Advisor, should you have any questions or need further information. Her contact information is as follows: (774-239-5885) kkoprowski@strategiccares.com

Sincerely,

Matthew Sweeney

Matthew Sweeney (Mar 30, 2022 11:43 EDT)

Matthew Sweeney
Long Term Care Centers

Enclosures

Cc: Elizabeth Chen, Executive Office of Elder Affairs
Stephen Davis, DPH Healthcare Licensure and Certification
Suzanne Barry, Center for Health Information and Analysis
Kate Mills, Health Policy Commission
Whitney Moyer, MassHealth Office of Long-Term Services and Supports
Attorney General's Office

LONG TERM CENTERS

www.SerenityHillNursingCenter.com

FILING FEE

Long Term Centers of Lexington, Inc
Pine Knoll Nursing Center
30 Watertown St
Lexington, MA 02421-6331



Newburyport Bank

001003
53-715/2113

DATE 3/24/22

PAY TO THE ORDER OF Commonwealth of Massachusetts

\$ 14,086.50

Fourteen Thousand Eighty Six

50

DOLLARS



Mattie Sunny

AUTHORIZED SIGNATURE

Memo

Long Term Centers of Lexington, Inc Pine Knoll Nursing Center

001003

Long Term Centers of Lexington, Inc Pine Knoll Nursing Center

001003

PUBLIC NOTICE

Hometown Realtors

**Kensington
Real Estate Brokerage**

508.431.1500

Attleboro

KensingtonRealEstateBrokerage.com

To advertise in this directory,
Call today **508.222.7018**

03/16/2022

Town Manager

LEGALS

404 Green St

TOWN OF WRENTHAM CONSERVATION COMMISSION

In compliance with the Mass. Gen. Laws Ch. 131, Section 40 and the Wrentham Wetland Protection By-Law, the Wrentham Conservation Commission will hold a public hearing on Thursday evening, March 24, 2022 at 7:15 P.M. for a Notice of Intent from William Simeone for the construction of an Industrial Development and realignment of Green & High Streets near the site access driveway on the property located at 404 Green St. Said work to be within 100 feet of wetlands.

Due to COVID-19 concerns, the Town has suspended all public gatherings until further notice. All information for application review, meeting agenda and meeting attendance can be viewed on the Town of Wrentham website at <http://wrentham.ma.us/boards-committees/conservation-commission>

Any further questions can be sent to concom@wrentham.ma.us

WRENTHAM CONSERVATION COMMISSION

Leo E. Immonen

Chair

03/16/2022

AUTO WANTED

WANTED JUNK CARS
& TRUCKS - \$\$ CASH PAID
Same Day Pickup, 7 days/wk
--- 508-212-0586 ---

WANTED Junk or Unwanted

BUSINESS SERVICES

PROFESSIONAL PAINTING SERVICES

At New England Paint Pros,
we make your project our
priority. Residential / Comm.

or the total contract price.

All bids for this project are subject to applicable public bidding laws of Massachusetts, including G.L. c.30, § 39M, as amended. 03/16/2022

LEGALS

PUBLIC ANNOUNCEMENT CONCERNING A PROPOSED HEALTHCARE PROJECT

Serenity Hill Nursing Center

Serenity Hill Nursing & Rehabilitation Center, located at 655 Dedham Street, Wrentham, Massachusetts, intends to file an application with the Department of Public Health to make changes to the existing facility. The Applicant plans to construct a thirty-four (34) bed, 15,210 square foot addition off the east wing of the existing facility. The addition would allow the facility to relocate twenty-two (22) beds currently in the facility's three (3) and four (4) bedded rooms to the new addition and to add 12 additional beds. The application would also include renovations and upgrades to the existing structure including Life Safety Code improvements. The Applicant does not anticipate any price or service impacts on the Applicants existing patient panel as a result of the application. The estimated capital expenditures for this project is \$7,043,250 (March 2022 dollars). Any ten taxpayers of the Commonwealth may register in connection with the application no later than April 30, 2021, or 30 days from the filing date, whichever is later, by contacting the Department of Public Health Determination of Need Program, Attention Program Director, 250 Washington Street, 6th Floor, Boston, MA 02108. The application may be inspected at such address. 03/16/2022

YOUR life

Sun Chronicle, The

THE SUN CHRONICLE

Publication Name:

Sun Chronicle, The

Publication URL:

www.thesunchronicle.com/

Publication City and State:

Attleboro, MA

Publication County:

Bristol

Notice Popular Keyword Category:

Notice Keywords:

Serenity Hill Wrentham

Notice Authentication Number:

202203310941020436840

1180403918

Notice URL:

[Back](#)

Notice Publish Date:

Wednesday, March 16, 2022

Notice Content

PUBLIC ANNOUNCEMENT CONCERNING A PROPOSED HEALTHCARE PROJECT Serenity Hill Nursing Center Serenity Hill Nursing & Rehabilitation Center, located at 655 Dedham Street, Wrentham, Massachusetts, intends to file an application with the Department of Public Health to make changes to the existing facility. The Applicant plans to construct a thirty-four (34) bed, 15,210 square foot addition off the east wing of the existing facility. The addition would allow the facility to relocate twenty- two (22) beds currently in the facilitys three (3) and four (4) bedded rooms to the new addition and to add 12 additional beds. The application would also include renovations and upgrades to the existing structure including Life Safety Code improvements. The Applicant does not anticipate any price or service impacts on the Applicants existing patient panel as a result of the application. The estimated capital expenditures for this project is \$7,043,250 (March 2022 dollars). Any ten taxpayers of the Commonwealth may register in connection with the application no later than April 30, 2021, or 30 days from the filing date, whichever is later, by contacting the Department of Public Health Determination of Need Program, Attention Program Director, 250 Washington Street, 6th Floor, Boston, MA 02108. The application may be inspected at such address. 03/16/2022

[Back](#)

Boston Globe, The

Publication Name:
Boston Globe, The

Publication URL:
www.boston.com/

Publication City and State:
Boston, MA

Publication County:
Suffolk

Notice Popular Keyword Category:

Notice Keywords:
Serenity Hill Wrentham

Notice Authentication Number:
202203310941343682295
1180403918

Notice URL:

[Back](#)

Notice File:

Notice Publish Date:



[525935_V1_B0_C2341_G1058_S641403172022.PDF](#)

Thursday, March 17, 2022

Notice Content

PLEASE NOTE: The following text was electronically converted from the PDF document above, and may not be 100% accurate. Because of this, please view the PDF for the most accurate information.

PUBLIC ANNOUNCEMENT CONCERNING A PROPOSED HEALTHCARE PROJECT Serenity Hill Nursing Center Serenity Hill Nursing & Rehabilitation Center, located at 655 Dedham Street, Wrentham, Massachusetts, intends to file an application with the Department of Public Health to make changes to the existing facility. The Applicant plans to construct a thirty-four (34) bed, 15,210 square foot addition off the east wing of the existing facility. The addition would allow the facility to relocate twenty-two (22) beds currently in the facility's three (3) and four (4) bedded rooms to the new addition and to add 12 additional beds. The application would also include renovations and upgrades to the existing structure including Life Safety Code improvements. The Applicant does not anticipate any price or service impacts on the Applicant's existing patient panel as a result of the application. The estimated capital expenditures for this project is \$7,043,250 (March 2022 dollars). Any ten t

Web display limited to 1,000 characters. Please view the PDF for the complete Public Notice.

[Back](#)

SCOPE OF WORK

SERENITY HILL NURSING CENTER - SCHEMATIC BUDGET
FOR LONG TERM CENTERS GROUP
Serenity Hill - 655 Dedham Street, Wrentham, MA 02093

Date : November 06, 2020 - Revised February 24, 2022

Our Proposal is Based on the following: Conversations and site visits with Matthew Sweeney, Delphi's emailed scope of work and "test fit" room sizes and floor plans drafted by Mangel Architects (to derive overall SF needs).

SQUARE FOOT SUMMARY					15,210 sf
ALL LOCATIONS	1st Flr	2nd Flr	Total Area - SF	Efficiency	
Patient Rooms - Single (350 SF) & Double Rooms (450 SF)	4,250	4,950	9,200	60.5%	
Nurse Station - 1 per floor	300	300	600	3.9%	
Activity / Family Gathering / Dining	400	600	1,000	6.6%	
Offices - 3 each @ 150/SF	0	450	450	3.0%	
Corridors - 8 FT width	1,280	1,280	2,560	16.8%	
Stairs - 2 sets	550	550	1,100	7.2%	
Elevator - 1 shaft	150	150	300	2.0%	
TOTAL BUILT SF	8,930	8,280	15,210	100.0%	
(Second floor includes an additional 1,350 SF elevated 30 x 45 connector)					
First Floor Perimeter	450		450		
Second Floor Perimeter		540	540		
	450	540	990		
	<u>Singles</u>	<u>Doubles</u>	<u>Baths</u>		
First Floor	4	6	10		
Second Floor	6	6	12		
	10	12	22		
Total Bed Count	10	24	34		

CLARIFICATIONS & QUALIFICATIONS

1. We have not included any hazardous materials testing, or removal in our proposal.
2. We have not included any utility company charges or consumption in our proposal.
3. We have included the cost associated with the Building Permit in our proposal.
4. This is a schematic budget estimate based on the scope outlined in the proposal below, there are no plans, specs or selected finishes.
5. Scope of work is based on a 2 story addition connected to the existing building by an elevated second floor bridge. A large parking lot expansion and replacement including a new loop road and a replacement septic field. Work on sloping site with new retaining walls. Structural Steel and concrete frame, metal stud partitions, with Vinyl siding, vinyl clad wood windows, and EPDM or TPO flat roofing.
6. The budget is based upon Early 2022 labor and material rates + 5% escalation for Spring of 2022 start.
7. The budget is based upon an 12 month construction schedule.

COMBINED - DIVISION SUMMARY

DIVISION			SERENITY HILL	PINE KNOLL	OVERALL	% of Total
DEMOLITION			\$17,800	No Scope	\$17,800	0.2%
SITEWORK			\$860,225	\$444,550	\$1,304,775	11.6%
LANDSCAPING & SITE FINISHES			\$168,950	\$63,850	\$232,800	2.1%
SITEWORK SUBTOTAL			\$1,046,975	\$508,400	\$1,555,375	13.8%
CONCRETE			\$114,800	\$122,225	\$237,025	2.1%
MASONRY			\$27,850	\$27,850	\$55,700	0.5%
STEEL & MISC METALS			\$437,850	\$452,125	\$889,975	7.9%
ROUGH CARPENTRY & DECKS			\$38,300	\$38,725	\$77,025	0.7%
FINISH CARPENTRY			\$208,625	\$202,150	\$410,775	3.6%
SIDING - VINYL			\$89,125	\$73,500	\$162,625	1.4%
WATER / FIREPROOFING			\$60,875	\$67,600	\$128,475	1.1%
ROOFING			\$125,950	\$125,875	\$251,825	2.2%
DOORS & HARDWARE			\$82,600	\$94,000	\$176,600	1.6%
WINDOWS & GLASS			\$57,650	\$57,900	\$115,550	1.0%
DRYWALL			\$378,450	\$372,850	\$749,300	6.7%
ACOUSTICAL CEILINGS			\$16,100	\$15,700	\$31,800	0.3%
FLOORING			\$162,825	\$187,425	\$350,250	3.1%
PAINT			\$55,750	\$56,800	\$112,550	1.0%
SPECIALTIES			\$18,000	\$19,550	\$37,550	0.3%
APPLIANCES			\$2,500	\$2,500	\$5,000	0.0%
CONVEYING SYSTEMS			\$95,000	\$95,000	\$190,000	1.7%
FIRE PROTECTION			\$61,325	\$58,725	\$120,050	1.1%
PLUMBING			\$255,400	\$266,575	\$521,975	4.6%
HVAC			\$499,150	\$449,075	\$948,225	8.4%
ELECTRICAL			\$476,600	\$407,850	\$884,450	7.9%
GENERAL REQUIREMENTS			\$105,900	\$93,975	\$199,875	1.8%
BUILDING PERMIT			\$81,250	\$47,300	\$128,550	1.1%
GENERAL REQUIREMENTS			\$495,750	\$430,850	\$926,600	8.2%
OVERHEAD/INSURANCE			\$49,950	\$42,800	\$92,750	0.8%
BOND			Not Required	Not Required	Not Required	0.0%
FEE			\$252,200	\$168,425	\$420,625	3.7%
ESTIMATE & ESCALATION CONTINGENCY			\$400,000	\$336,500	\$736,500	6.5%
CONSTRUCTION TOTAL			\$5,694,750	\$4,822,250	\$10,517,000	93.4%
Delphi Precon as needed over next 3-6 months	1	LS	\$5,000	\$7,500	\$12,500	0.1%
Architectural Design, Meetings & Construction Admin	1	LS	\$137,000	\$164,000	\$301,000	2.7%
Civil Engineering - Site Surveying & Sitework Design	1	LS	\$44,500	\$40,000	\$84,500	0.8%
Geotechnical Engineer	1	LS	\$10,000	\$10,000	\$20,000	0.2%
Structural Engineering Fees	1	LS	\$34,000	\$41,000	\$75,000	0.7%
MEP - FP, Plumb, HVAC & Elect	1	LS	\$68,000	\$82,000	\$150,000	1.3%
Third Party Testing	1	Allow	\$15,000	\$15,000	\$30,000	0.3%
DPH Application	1	Allow	\$10,000	\$10,000	\$20,000	0.2%
Allowance for Betterments, Filing Fees & Utility Co Charges	1	Allow	\$25,000	\$25,000	\$50,000	0.4%
DESIGN & ENGINEERING TOTAL			\$348,500	\$394,500	\$743,000	6.6%
Furniture Fixtures & Equipment	1	LS	By Owner	By Owner	By Owner	0.0%
Owners Contingency - 7.5% to 10%	1	LS	By Owner	By Owner	By Owner	0.0%
OVERALL PROJECT TOTAL			\$6,043,250	\$5,216,750	\$11,260,000	100.0%

FINANCIALS

Serenity Hill
Profit and Loss Statement

	Year 1	Year 2	Year 3	Year 4	Year 5
Operating Income					
Room & Board					
Private Revenue	839,800	975,163	1,032,525	1,089,888	1,147,250
Medicare-A Revenue	1,518,651	1,701,195	1,735,219	1,769,923	1,805,322
Medicaid Revenue	2,731,839	3,060,209	3,121,413	3,183,842	3,247,518
Managed Care Revenue	893,903	1,001,351	1,021,378	1,041,805	1,062,641
Total Room & Board	5,984,193	6,737,917	6,910,535	7,085,458	7,262,732
Medicare B Ancillary Revenue	129,113.95	132,341.80	134,988.64	137,688.41	140,442.18
1 Labor	3,542,587.95	3,918,153.46	3,996,516.53	4,076,446.86	4,157,975.80
2 P/R Tax & Benefits	502,051.90	555,974.78	567,094.27	578,436.16	590,004.88
3 Food & Dietary Supplies	192,151.18	215,247.99	219,552.95	223,944.01	228,422.89
4 Laundry and Houskeeping Supplies	6,963.14	7,800.11	7,956.12	8,115.24	8,277.54
5 Purchased Services Labor	246,830.57	258,586.41	263,758.14	269,033.30	274,413.97
5.5 Ancillary Services	241,162.05	270,150.02	275,553.02	281,064.08	286,685.36
Total Direct Care Costs	4,731,746.78	5,225,912.78	5,330,431.03	5,437,039.65	5,545,780.45
Other Expenses					
6 Administrative	17,103.97	17,531.57	17,882.20	18,239.85	18,604.65
7 Nursing Supplies	184,623.66	206,815.66	210,951.97	215,171.01	219,474.43
8 Activities	154.05	172.57	176.02	179.54	183.13
9 Plant Supplies	16,674.32	17,091.18	17,433.00	17,781.66	18,137.29
10 Utilities	98,821.34	108,014.84	110,175.14	112,378.64	114,626.21
11 Insurances	23,999.00	24,598.98	25,090.95	25,592.77	26,104.63
12 Miscellaneous Expense	9,580.01	10,552.80	10,763.86	10,979.13	11,198.72
13 Bad Debt	-	-	-	-	-
14 User Fee	270,097.45	295,183.90	295,183.90	295,183.90	295,183.90
15 Late Charges Fines & Penalties	23,391.94	23,976.74	24,456.27	24,945.40	25,444.31
	644,445.74	703,938.23	712,113.31	720,451.90	728,957.26
Total Expense	5,376,192.52	5,929,851.00	6,042,544.34	6,157,491.55	6,274,737.71
EBITDARM	737,114.05	940,408.28	1,002,979.37	1,065,654.64	1,128,436.16
16 RE Taxes & Interest Expens	185,316.48	189,949.39	193,748.38	197,623.35	201,575.81
17 Depreciation & Amortization/Plant	408,915.50	419,138.39	427,521.16	436,071.58	444,793.01
* Stimulus Funding	740,922.00				
Net Income	883,804.07	331,320.50	381,709.84	431,959.71	482,067.34

Serenity Hill
Balance Sheet

Balance Sheet Summary				December, 2021	December, 2022	December, 2023	December, 2024	December, 2025	December, 2026
ASSETS									
			Current Assets						
100			Cash	879	7,822	179,243	618,506	1,226,721	1,774,119
110		86.4% NPSR	Patients Accounts Receivable, Net	336,723	440,158	494,659	507,278	520,067	533,029
120			Other Receivables	18,850	-	-	-	-	-
130			Debt Service Escrow Accounts	-					
140		Fixed Cost %	Prepaid and Other Current Assets	91,748	94,500	96,863	98,800	100,776	102,792
			Total Current Assets	448,201	542,480	770,765	1,224,584	1,847,564	2,409,940
				-					
150			Related Party Receivable / (Payable)	1,110,375	500,000	200,000	100,000	-	-
160		Fixed Cost %	Property and Equipment, Net of Accumulated Depreciation & Amortization	408,224	7,109,517	6,757,354	6,405,192	6,053,029	5,700,867
170			Intangible Assets Net of Accumulated Amortization	7,108	7,108	7,108	7,108	7,108	7,108
180		Escrow-FC%	Other Long term Assets	-	-	-	-	-	-
			Total Non-Current Assets	1,525,706	7,616,625	6,964,462	6,512,300	6,060,137	5,707,975
				-					
			Total Assets	1,973,907	8,159,105	7,735,227	7,736,884	7,907,701	8,117,914
				-					
LIABILITIES & EQUITY									
			Current Liabilities						
			Current Portion of LTD		234,711	244,273	254,225	264,583	275,362
200			Due to Medicaid-Advance	50,000					
210			Accounts Payable and Accrued Expenses	583,793	500,000	96,712	98,646	100,619	102,631
220		PD QTRLY	Stimulus Funding	740,922	-	-	-	-	-
			User Fee Payable	50,000	67,524	73,796	73,796	73,796	73,796
230		Based on 2021	Accrued Compensation and Benefits	36,686	65,005	71,897	73,335	74,801	76,297
240			Line of Credit & Accrued Interest	254,895	250,000	150,000			
			Total Current Liabilities	1,716,297	1,117,240	636,677	500,002	513,799	528,087
				-					
			Long Term Liabilities						
250			Line of Credit Long Term	-					
260			Notes Payable-Long Term	-					
270			Debt Secured by Mortgage Long Term	673,379	6,573,829	6,299,194	6,055,816	5,780,876	5,494,735
280			Other Long Term Liabilities	-					
290			Capital Lease Obligation Long Term	-					
			Total Long Term Debt	673,379	6,573,829	6,299,194	6,055,816	5,780,876	5,494,735
			Total Liabilities	2,389,676	7,691,069	6,935,871	6,555,818	6,294,675	6,022,821
				-					
			Equity						
300			Retained Earnings	(291,892)	(415,768)	468,036	799,356	1,181,066	1,613,026
310			Contributed Capital	-					
320			Distributions	-					
330			Current Year Income	(123,877)	883,804	331,321	381,710	431,960	482,067
			Total Equity	(415,768)	468,036	799,356	1,181,066	1,613,026	2,095,093
			Total Liabilities & Capital	1,973,907	8,159,105	7,735,227	7,736,884	7,907,701	8,117,914
				-	-	-	-	-	-

ARTICLES OF ORGANIZATION

D

The Commonwealth of Massachusetts

Examiner

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF ORGANIZATION (General Laws, Chapter 156B)

Name
Approved

ARTICLE I

The exact name of the corporation is:

Long Term Centers of Wrentham, Inc.

ARTICLE II

The purpose of the corporation is to engage in the following business activities:

- A. To operate a skilled nursing facility located at 655 Dedham Street, Wrentham, Massachusetts currently operating under the name of "Serenity Hill Nursing Home" and containing 44 patient beds. To plan for and take all preliminary planning steps toward the purchase, licensure, and operation of nursing homes and adult day-care centers. To purchase, own, lease, sell mortgage or otherwise acquire, hold and dispose of any buildings or real estate or interest therein in connection with the aforementioned planning and preparation. To engage in the business of buying, selling, loaning, investing and dealing in and with all kinds of investments, securities, stock, bonds, notes, mortgages, accounts, conditional bills of sale, lease and certificates and evidence of indebtedness as principal agent, broker or otherwise, either along or in association with any other corporation, firms or person. To acquire, apply for, obtain, register, lease, hold, use, sell, grant licenses in respect of mortgage or otherwise dispose of letters patent of the United States or any foreign country, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trademarks and tradenames, relating to or useful in connection with any business of this Corporation.
- B. To carry on any business or other activity which may be lawfully carried on by a corporation organized under the Business Corporation of Law of the Commonwealth of Massachusetts, whether or not related to these referred to in the foregoing paragraph.

C ☐
P ☐
M ☐
R.A. ☐

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

P.C.

ARTICLE III

State the total number of shares and par value, if any, of each class of stock which the corporation is authorized to issue.

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:	10,000	Common:		
Preferred:		Preferred:		

ARTICLE IV

If more than one class of stock is authorized, state a distinguishing designation for each class. Prior to the issuance of any shares of a class, if shares of another class are outstanding, the corporation must provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of that class and of each other class of which shares are outstanding and of each series then established within any class.

ARTICLE V (Continued on "Addition Sheet")

The restrictions, if any, imposed by the Articles of Organization upon the transfer of shares of stock of any class are:

Any stockholder, including the heirs, assigns, executors or administrators of a deceased stockhold, desiring to sell, transfer or pledge such stock owned by him or them, shall first offer it to the corporation through the Board of Directors, in the following manner:

He shall notify the Directors of his desire to sell or transfer by notice in writing, which notice shall contain the price at which he is willing to sell or transfer and the name of one arbitrator. The directors shall within thirty days thereafter either accept the offer, or by notice to him in writing name a second arbitrator and these two shall name a third. It shall then be the duty of the arbitrators to ascertain the value of the stock, and if any arbitrator shall neglect or refuse to appear at any meeting appointed by the arbitrators, a majority may act in the absence of such arbitrator. After the acceptance of the offer, or the

ARTICLE VI

**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 stockholders, or of any class of stockholders:

NONE

**If there are no provisions state "None".

Note: The preceding six (6) articles are considered to be permanent and may ONLY be changed by filing appropriate Articles of Amendment.

ARTICLE V - ADDITION SHEET

report of the arbitrators as to the value of the stock, the directors shall have thirty (30) days within which to purchase the same at such valuation, but if at the expiration of thirty days, the corporation shall not have exercised the right so to purchase, the owner of the stock shall be at liberty to dispose of the same in any manner he may see fit. No shares of stock shall be sold or transferred on the books of the corporation until these provisions have been complied with, but the Board of Directors may in any particular instance waive the requirements.

ARTICLE VII

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing.

ARTICLE VIII

The information contained in Article VIII is not a permanent part of the Articles of Organization.

a. The street address (*post office boxes are not acceptable*) of the principal office of the corporation in Massachusetts is:

1262 Randolph Avenue, Milton, MA 02186

b. The name, residential address and post office address of each director and officer of the corporation is as follows:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	Thomas E. Woods	1262 Randolph Avenue,	Milton, MA 02186
Treasurer:	Steven M. Moran	2 Third Avenue,	Halifax, MA 02338
Clerk:	Steven M. Moran	2 Third Avenue	Halifax, MA 02338
Directors:	Thomas E. Woods,	1262 Randolph Avenue,	Milton, MA 02186
	Steven M. Moran,	2 Third Avenue,	Halifax, MA 02338

c. The fiscal year (i.e., tax year) of the corporation shall end on the last day of the month of: December 31

d. The name and business address of the resident agent, if any, of the corporation is:

ARTICLE IX

By-laws of the corporation have been duly adopted and the president, treasurer, clerk and directors whose names are set forth above, have been duly elected.

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address(es) are clearly typed or printed beneath each signature do hereby associate with the intention of forming this corporation under the provisions of General Laws, Chapter 156B and do hereby sign these Articles of Organization as incorporator(s) this 30th day of March, 19 99.

Thomas E. Woods

Note: If an existing corporation is acting as incorporator, type in the exact name of the corporation, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said corporation and the title he/she holds or other authority by which such action is taken.

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION

(General Laws, Chapter 156B)

I hereby certify that, upon examination of these 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 \$ _____ having been paid, said articles are deemed to have been filed with me this _____ day of _____ 19 _____.

Effective date: _____

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

FILING FEE: One tenth of one percent of the total authorized capital stock, but not less than \$200.00. For the purpose of filing, shares of stock with a par value less than \$1.00, or no par stock, shall be deemed to have a par value of \$1.00 per share.

TO BE FILLED IN BY CORPORATION

Photocopy of document to be sent to:

David L. Dray, Esq.

20 State Park Road

Hull, MA 02045

Telephone: _____
781-925-9400