

COMMONWEALTH  
2007 MAR 30 PM 1:23  
CORPORATION DIVISION

**FILED**

MAR 30 2007

**Certificate of Organization  
of  
CCBA Waterford Place, LLC**

SECRETARY OF THE COMMONWEALTH  
CORPORATIONS DIVISION

Pursuant to the provisions of the Massachusetts Limited Liability Company Act (the "Act"), the undersigned, in order to form a limited liability company, hereby certifies as follows:

1. *Federal Employer Identification Number.* The limited liability company to be formed has applied for (but not yet received) a federal employer identification number.
2. *Name of the Limited Liability Company.* The name of the limited liability company to be formed is CCBA Waterford Place, LLC (the "LLC").
3. *Office of the Limited Liability Company.* The address of the office of the LLC in the Commonwealth at which the LLC will maintain its records in accordance with the Act is: 90 Tyler Street, Boston, Massachusetts 02111.
4. *Business of the LLC.* The general character of the business of the LLC is (i) to own, operate, manage, develop, finance and lease real estate of all kinds and descriptions, to subscribe for, purchase, invest in, hold, own, assign, pledge, encumber and otherwise dispose of shares of capital stock, bonds, debentures, mortgages, partnership interests, notes, and other securities, assets, including real or personal property, licenses and other intellectual property and rights thereto, obligations, contracts, and evidences of indebtedness of corporations, companies or other entities, and related and ancillary businesses, and (ii) to engage in any other lawful business in which a limited liability company may be organized under the Act.
5. *Date of Dissolution.* The LLC shall have no fixed date upon which it shall dissolve.
6. *Agent for Service of Process.* The name and address of the resident agent for service of process for the LLC is Michael Wong, 90 Tyler Street, Boston, Massachusetts 02111.
7. *Manager.* The manager of the LLC and its address is as follows: Chinese Consolidated Benevolent Association of New England, Inc. ("CCBA"), 90 Tyler Street, Boston, Massachusetts 02111.
8. *Execution of Documents (Secretary of State).* CCBA, by its designated officers, is authorized to execute on behalf of the LLC any documents to be filed with the Secretary of the Commonwealth of Massachusetts.
9. *Execution of Documents Relating to Real Property.* CCBA, by its designated officers, is authorized to execute, acknowledge, deliver and record on behalf of the LLC any recordable instrument purporting to affect an interest in real property, whether to be recorded with a registry of deeds or with a district office of the Land Court.

**IN WITNESS WHEREOF**, the undersigned hereby affirms under the penalties of perjury that the facts stated herein are true, as of March 27, 2007.

  
 Kai Cheung Lau  
 Corporate Clerk



Ce/Jan

03/28/2007  
 COM002  
 COMMONWEALTH OF MASSACHUSETTS  
 TARLOW, BREED, HART & RODGERS, P.C.  
 CLIENT DISBURSEMENT CHECK NO.: 11958

DATE	INVOICE NUMBER	ACCOUNT#	DESCRIPTION	MATTER #	AMOUNT
03/28/2007	CRV17892	CHI114-007	FLING FEE FORMATION OF LIMITED LIABILITY COMPANY	CHI114-007	500.00
TOTAL:					500.00

53-179/113

**Eastern Bank**  
 Lynn, MA 01901

11958

TARLOW, BREED, HART & RODGERS, P.C.  
 CLIENT DISBURSEMENT  
 101 Huntington Ave., Suite 500  
 Boston, MA 02199 (617) 218-2000

TO THE ORDER OF  
 COMMONWEALTH OF MASSACHUSETTS

PAY FIVE HUNDRED AND 00/100 DOLLARS

DATE	03/28/2007
NET AMOUNT	\$500.00

TARLOW, BREED, HART & RODGERS, P.C.  
 TWO SIGNATURES REQUIRED (IF COVER \$250.00)

*[Signature]*

Security Features Included: Details on back

ORIGINAL DOCUMENT PRINTED ON CHEMICAL RESISTIVE PAPER WITH MICROPRINTED BORDER

THIS DOCUMENT CONTAINS HEAT SENSITIVE INK. TOUCH OR PRESS HERE. RED IMAGE WILL DISAPPEAR WITH HEAT.

⑈00011958⑈ ⑆011301798⑆ 600139380⑈