

Wright, David W

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**From:** LaFond, Peter  
**Sent:** Monday, November 03, 2014 11:00 AM  
**To:** Wright, David W  
**Subject:** FW: Atlantic Holdings, LLC  
**Attachments:** (1) Atlantic Holdings LLC attested ME filings (into ATL Holdings LLC).PDF; (2) Atlantic Holdings LLC (2004) attested ME filings.PDF; (3) Atlantic Holdings LLC (2014) attested ME filing.PDF

**Importance:** High

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**From:** Van Slyke, David B. [mailto:DVanSlyke@preti.com]  
**Sent:** Monday, November 03, 2014 9:28 AM  
**To:** LaFond, Peter  
**Subject:** FW: Atlantic Holdings, LLC  
**Importance:** High

This message was sent securely using ZixCorp.

Ironically, I just noticed that the text in the Subject line in the email below did not include a comma -- that is how problems get perpetuated! My apologies.

Dave

David B. Van Slyke  
Chair, Environmental Group | Co-Chair, Climate Strategy Group  
**PretiFlaherty**

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**From:** Van Slyke, David B.  
**Sent:** Monday, November 03, 2014 9:25 AM  
**To:** LaFond, Peter  
**Subject:** Atlantic Holdings LLC  
**Importance:** High

Hi Peter –

This email and attachments follow up on our discussion concerning the corporate status of the entity called Atlantic Holdings, LLC.

After further research by one of our corporate paralegals, we have determined that there are now actually three entities in the Secretary of State's database with the name listed as "Atlantic Holdings, LLC" (all with a comma). As is explained further below, only one of those entities (so-called "Entity 1" below) is even remotely associated in any way with ATL Holdings or Atlantic National Trust. The three pdf files attached, labeled (1), (2) and (3), are backup documents to the discussion below, with the pdf number associated with the discussion of the corresponding entity (pdf (1) = Entity 1, etc.).

#### Entity 1

Atlantic Holdings, LLC, formed 4/14/00, is the only entity that is even remotely associated in any way with ATL Holdings or Atlantic National Trust. Susan Labrie of Portland was the registered agent. This is the entity that merged into ATL Holdings LLC (the Florida LLC) on 12/30/03. A corporate paralegal at PretiFlaherty called the Bureau of Corporations at the Secretary of State's Office to inquire why their database shows the entity name with a comma, but the merger

document shows it without a comma. The paralegal was told that the original Certificate of Organization was filed with a comma, so the name without a comma on the merger filing appears to have been a typo.

ATL Holdings LLC, a domestic FL LLC then became authorized to transact business in ME on 1/16/04, and that entity remains in good standing. Susan Labrie is the Registered Agent.

Entity 1 could not have been one of the other Atlantic Holdings, LLC entities (identified as Entity 2 and Entity 3 in the discussion below) as Entity 1 was merged out of existence in 2003 and those other entities did not exist in 2003.

### **Entity 2**

Atlantic Holdings, LLC, a Domestic Maine LLC, was formed on 3/10/04. It was Manager managed with Timothy Harrington of Charlestown, MA listed as the initial Manager. Todd Whilton signed the Certificate of Organization as Organizer and Stephen Hodsdon of Kennebunk was listed as the Registered Agent. The 2005 and 2006 annual reports filed by the Registered Agent listed two managers: Timothy Harrington of Charlestown, MA and Anne Benedict of Boston, MA. This entity is no longer in good standing in Maine. It was administratively dissolved by the State on 9/5/07 for failure to file its 2007 annual report. This entity does not have and never had association in any way with Entity 1, ATL Holdings or Atlantic National Trust.

### **Entity 3**

Atlantic Holdings, LLC, a Domestic Maine LLC, was formed on 9/24/14. It is Manager managed, but the Certificate of Formation does not list the names of the Managers and was signed by the Registered Agent, Ralph Austin. Because this was just formed in September, they will not be due for an annual report until 2015, and even then, Maine law no longer requires that you name all of the Managers on the annual report. There is no other publicly available information for this LLC that we are aware of. This entity does not have and never had association in any way with Entity 1, ATL Holdings or Atlantic National Trust. This entity remains in good standing, with Ralph Austin of Biddeford listed as the Registered Agent.

I trust that this will clear up any confusion.

Dave

**David B. Van Slyke**

Chair, Environmental Group | Co-Chair, Climate Strategy Group

207.791.3221 Tel

207.233.0791 Cell

[dvenslyke@preti.com](mailto:dvenslyke@preti.com)

[Bio](#) | [LinkedIn](#) | [Twitter](#) | [preti.com](#)

**PretiFlaherty**

One City Center

P.O. Box 9546

Portland, ME 04112-9546

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# MAINE

Department of the Secretary of State  
Bureau of Corporations, Elections and Commissions

**Corporate Name Search**

## Information Summary

Subscriber activity report

This record contains information from the CEC database and is accurate as of: Wed Oct 29 2014 11:41:39. Please print or save for your records.

<b>Legal Name</b>	<b>Charter Number</b>	<b>Filing Type</b>	<b>Status</b>
ATLANTIC HOLDINGS, LLC	20001026DC	LIMITED LIABILITY COMPANY (DOMESTIC)	MERGED

<b>Filing Date</b>	<b>Expiration Date</b>	<b>Jurisdiction</b>
04/14/2000	N/A	MAINE

**Other Names** (A=Assumed ; F=Former)

NONE

**Clerk/Registered Agent**

SUSAN K. LABRIE  
50 PORTLAND PIER  
SUITE 400  
PORTLAND, ME 04101

*Called SoS + Cert B  
The orig was filed  
orig w/comma*

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No additional information available for this entity.

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# MAINE

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Corporate Name Search

## List of All Filings

ATLANTIC HOLDINGS, LLC

Please check one of the following

- All documents
- Articles and amendments only
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Select from the list below.

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Description	Date	Image Available
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Each record \$ 3.00

- Certify order \$5.00

ARTICLES OF ORGANIZATION	04/14/2000	Yes	<input type="checkbox"/>
ANNUAL REPORT	04/19/2001	Yes	<input type="checkbox"/>
SIMILAR NAME ALLOWED BY DOCUMENT OTHER THAN RESOLUTION	10/22/2001	Yes	<input type="checkbox"/>
ANNUAL REPORT	03/14/2002	Yes	<input type="checkbox"/>
CHANGE OF AGENT AND REGISTERED OFFICE	08/19/2002	Yes	<input type="checkbox"/>
ANNUAL REPORT	04/02/2003	Yes	<input type="checkbox"/>
MERGER	12/30/2003	Yes	<input type="checkbox"/>

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DOMESTIC  
LIMITED LIABILITY COMPANY

STATE OF MAINE

ARTICLES OF ORGANIZATION OF  
LIMITED LIABILITY COMPANY

(Check box only if applicable)  
 This is a professional limited liability company formed pursuant to 31 MRSA §611 and 13 MRSA Chapter 22.

Filing Fee \$250.00

File No. 200010260C Pages 2  
Fee Paid \$ 250  
DCH 2001091400010 LTLC  
-----FILED-----  
04/14/2000

*Julie A. Figueira*  
Deputy Secretary of State

A True Copy When Attested By Signature

Deputy Secretary of State

Pursuant to 31 MRSA §622, the undersigned adopt(s) the following articles of organization:

FIRST: The name of the limited liability company is

Atlantic Holdings, LLC

(The name must contain one of the following: "Limited Liability Company", "L.L.C." or "LLC"; §603.1.A.)

SECOND: The name of its Registered Agent, an individual Maine resident or a corporation, foreign or domestic, authorized to do business or carry on activities in Maine, and the address of the registered office shall be

Robert F. Macdonald, Jr.

100 Middle Street (name)  
Portland, Maine 04101

(physical location - street (not P.O. Box), city, state and zip code)

P.O. Box 9729, Portland, Me 04104-5029

(mailing address if different from above)

THIRD: ("X" one box only)

A. The management of the company is vested in a number of members.

B. 1. The management of the company is vested in a manager or managers. The minimum number shall be -1- managers and the maximum number shall be -15- managers.

2. If the initial managers have been selected, the name and business, residence or mailing address of each manager is:

NAME

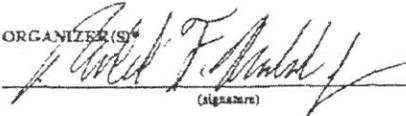
ADDRESS

Not yet selected

Names and addresses of additional managers are attached hereto as Exhibit \_\_\_\_\_, and made a part hereof.

FOURTH: Other provisions of these articles, if any, that the members determine to include are set forth in Exhibit \_\_\_\_\_ attached hereto and made a part hereof.

ORGANIZER(S)

  
(signature)  
\_\_\_\_\_  
(signature)  
\_\_\_\_\_  
(signature)

DATED 4-13-2000

Robert F. Macdonald, Jr.  
(type or print name)  
\_\_\_\_\_  
(type or print name)  
\_\_\_\_\_  
(type or print name)

For Organizer(s) which are Entities

Name of Entity \_\_\_\_\_

By \_\_\_\_\_  
(authorized signature) (type or print name and capacity)

Name of Entity \_\_\_\_\_

By \_\_\_\_\_  
(authorized signature) (type or print name and capacity)

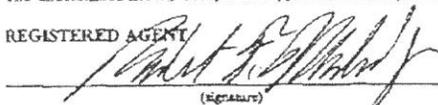
Name of Entity \_\_\_\_\_

By \_\_\_\_\_  
(authorized signature) (type or print name and capacity)

THE FOLLOWING SHALL BE COMPLETED BY THE REGISTERED AGENT UNLESS THIS DOCUMENT IS ACCOMPANIED BY FORM MLLC-18 (§607.2.).

The undersigned hereby accepts the appointment as registered agent for the above named limited liability company.

REGISTERED AGENT

  
(signature)

DATED 4-13-2000

Robert F. Macdonald, Jr.  
(type or print name)

For Registered Agent which is a Corporation

Name of Corporation \_\_\_\_\_

By \_\_\_\_\_  
(authorized signature) (type or print name and capacity)

\*Articles must be signed by all organizers (§627.1.A.). The execution of the articles constitutes an oath or affirmation, under the penalties of false swearing under Title 17-A, section 453, that, to the best of the signers' knowledge and belief, the facts stated in the articles are true (§627.3.).

SUBMIT COMPLETED FORMS TO: CORPORATE EXAMINING SECTION, SECRETARY OF STATE,  
101 STATE HOUSE STATION, AUGUSTA, ME 04333-0101  
FORM NO. MLLC-6 Rev. 9/97 TEL. (207) 287-4195

**Maine Secretary of State**



**2003 Annual Report  
Electronic Filing Acknowledgment**

For Limited Liability Companies on file as of December 31, 2003

**Charter Number:** 20001026DC  
**DCN Number:** 2030178041640  
**Legal Name:** ATLANTIC HOLDINGS, LLC

**Registered Agent and Registered Office:**

SUSAN K. LABRIE  
50 PORTLAND PIER SUITE 400  
PORTLAND, ME 04101

**Brief statement of the character of the business:**

PURCHASE, SALE AND SERVICING OF MORTGAGE-BACKED SECURITIES.

**Name and Address of Managers:**

THEODORE V. WEST  
50 PORTLAND PIER, SUITE 400, PORTLAND, ME 04101

SUSAN K. LABRIE  
50 PORTLAND PIER, SUITE 400, PORTLAND, ME 04101

TODD W. COLPITTS  
50 PORTLAND PIER, SUITE 400, PORTLAND, ME 04101

**Date of Filing:** April 2, 2003

**Name and Capacity of Authorizing Party:**

SUSAN K. LABRIE, MANAGER

LIMITED LIABILITY COMPANY  
STATE OF MAINE  
CERTIFICATE OF MERGER OF

Filing Fee \$80.00

File No. 20001026DC Pages 2  
Fee Paid \$ 80  
DCN 2033641500047 MERG  
---FILED-----EFFECTIVE---  
12/30/2003 12/30/2003

Atlantic Holdings LLC  
organized under the laws of Maine  
 and others (see below)

INTO

ATL Holdings LLC  
organized under the laws of Florida

*Julie R. Hyman*  
Deputy Secretary of State

A True Copy When Attested By Signature

Deputy Secretary of State

Pursuant to 31 MRS-A §744.1., the members of each participating limited liability company approved an agreement of merger and the undersigned limited liability companies, adopt the following Certificate of Merger:

FIRST: The participating limited liability companies and jurisdictions:

<u>Name of Limited Liability Company</u>	<u>Jurisdiction</u>
<u>Atlantic Holdings LLC</u>	<u>Maine</u>
<u>ATL Holdings LLC</u>	<u>Florida</u>

(Use additional sheets if necessary.)

SECOND: An agreement of merger has been approved and executed by each limited liability entity that is a party to the merger.

THIRD: The name of the surviving limited liability company is ATL Holdings LLC  
and it is to be governed by the laws of the jurisdiction of Florida

FOURTH: Any changes to the articles of organization of the surviving limited liability company are attached as Exhibit \_\_\_ and are made a part hereof. If no changes, "X" the following .

FIFTH: Effective date of the merger (if other than date of filing of the Certificate) is \_\_\_\_\_  
(Not to exceed 60 days from date of filing of the Certificate)

SIXTH: The agreement of merger is on file at a place of business of the surviving limited liability company at the following address:  
50 Portland Pier, Portland, Maine 04101

SEVENTH: A copy of the agreement of merger will be furnished by the surviving limited liability company on request and without cost, to a person holding an interest in a limited liability company that is to merge.

EIGHTH: If the surviving limited liability company is not organized under the laws of this State, the survivor:

(1) Agrees that it may be served with process in this State in a proceeding for enforcement of an obligation of a party to the merger that was organized under the laws of this State, as well as for enforcement of an obligation of the surviving limited liability company arising from the merger; and

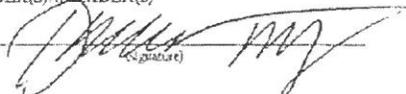
(2) Appoints the Secretary of State as its agent for service of process in any such proceeding. The following is the address to which a copy of the process must be mailed by the Secretary of State:

50 Portland Pier, Portland, Maine 04101

Name of participating domestic limited liability company Atlantic Holdings LLC

DATED 12-29-03

MANAGER(S)/MEMBER(S)\*

  
(signature)

Theodore V. West, Manager

(type or print name and capacity)

For Manager(s)/Member(s) which are Entities

Name of Entity \_\_\_\_\_

By \_\_\_\_\_

(authorized signature)

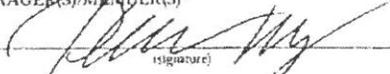
\_\_\_\_\_

(type or print name and capacity)

Name and jurisdiction of participating limited liability company ATL Holdings LLC, a Florida limited liability company

DATED 12-29-03

MANAGER(S)/MEMBER(S)\*

  
(signature)

Theodore V. West, Manager

(type or print name and capacity)

For Manager(s)/Member(s) which are Entities

Name of Entity \_\_\_\_\_

By \_\_\_\_\_

(authorized signature)

\_\_\_\_\_

(type or print name and capacity)

(Use additional sheets if necessary.)

\*Certificate MUST be signed by

(1) at least one manager OR

(2) at least one member if the limited liability company is managed by the members OR

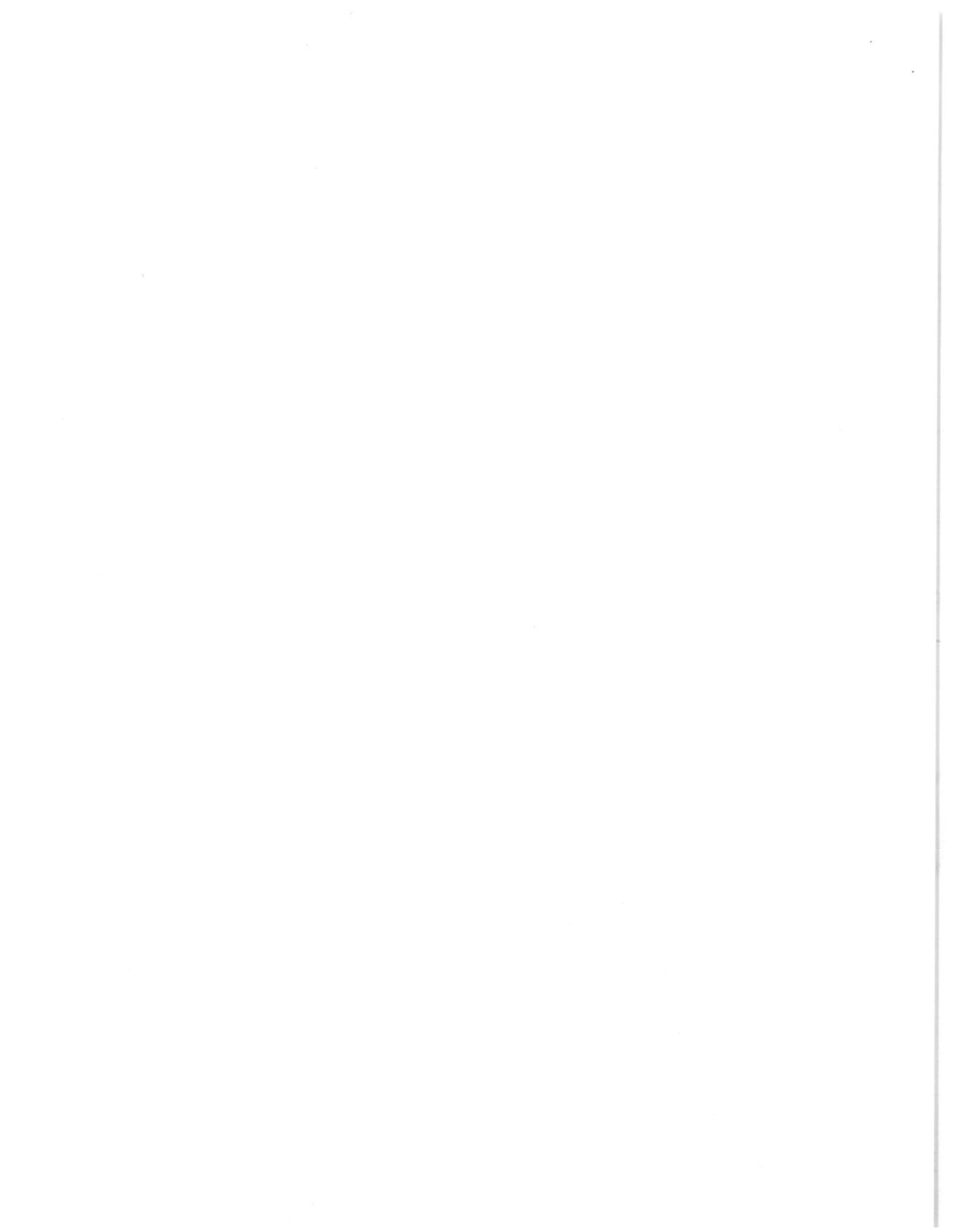
(3) any duly authorized person.

The execution of this certificate constitutes an oath or affirmation under the penalties of false swearing under Title 17-A, section 453.

SUBMIT COMPLETED FORMS TO: CORPORATE EXAMINING SECTION, SECRETARY OF STATE,  
101 STATE HOUSE STATION, AUGUSTA, ME 04333-0101

FORM NO. M.L.L.C.-10 Rev. 4/16/2001

TEL. (207) 624-7740





# MAINE

Department of the Secretary of State  
Bureau of Corporations, Elections and Commissions

Corporate Name Search

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Subscriber activity report

This record contains information from the CEC database and is accurate as of: Wed Oct 29 2014 11:42:47. Please print or save for your records.

3

Legal Name	Charter Number	Filing Type	Status
ATLANTIC HOLDINGS, LLC	20151087DC	LIMITED LIABILITY COMPANY (DOMESTIC)	GOOD STANDING

Filing Date	Expiration Date	Jurisdiction
09/24/2014	N/A	MAINE

**Other Names** (A=Assumed ; F=Former)

NONE

### Clerk/Registered Agent

RALPH W. AUSTIN  
P.O. BOX 468  
BIDDEFORD, ME 04005

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# MAINE

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## Corporate Name Search

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ATLANTIC HOLDINGS, LLC

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Each record \$ 3.00

- Certify order \$5.00

CERTIFICATE OF FORMATION	09/24/2014	Yes	<input type="checkbox"/>
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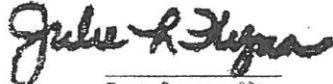
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MAINE  
LIMITED LIABILITY COMPANY

STATE OF MAINE

CERTIFICATE OF FORMATION

File No. 20151087DC Pages 3 Fee Paid \$ 175 DCN 2142683600009 DLLL FILED 09/24/2014
 Deputy Secretary of State
A True Copy When Attested By Signature  Deputy Secretary of State

Pursuant to 31 MRSA §1531, the undersigned executes and delivers the following Certificate of Formation:

FIRST: The name of the limited liability company is:

Atlantic Holdings, LLC

(A limited liability company name must contain the words "limited liability company" or "limited company" or the abbreviation "L.L.C.," "LLC," "L.C." or "LC" or, in the case of a low-profit limited liability company, "L3C" or "l3c" - see 31 MRSA 1508.)

SECOND: Filing Date: (select one)

- Date of this filing; or
- Later effective date (specified here): \_\_\_\_\_

THIRD: Designation as a low profit LLC (Check only if applicable):

- This is a low-profit limited liability company pursuant to 31 MRSA §1611 meeting all qualifications set forth here:
  - A. The company intends to qualify as a low-profit limited liability company;
  - B. The company must at all times significantly further the accomplishment of one or more of the charitable or educational purposes within the meaning of Section 170(c)(2)(B) of the Internal Revenue Code of 1986, as it may be amended, revised or succeeded, and must list the specific charitable or educational purposes the company will further;
  - C. No significant purpose of the company is the production of income or the appreciation of property. The fact that a person produces significant income or capital appreciation is not, in the absence of other factors, conclusive evidence of a significant purpose involving the production of income or the appreciation of property; and
  - D. No purpose of the company is to accomplish one or more political or legislative purpose within the meaning of Section 170(c)(2)(D) of the Internal Revenue Code of 1986, or its successor.

FOURTH: Designation as a professional LLC (Check only if applicable):

- This is a professional limited liability company\* formed pursuant to 13 MRSA Chapter 22-A to provide the following professional services:

\_\_\_\_\_  
(Type of professional services)

**FIFTH:** The Registered Agent is a: (select either a Commercial or Noncommercial Registered Agent)

Commercial Registered Agent CRA Public Number: \_\_\_\_\_

\_\_\_\_\_  
(Name of commercial registered agent)

Noncommercial Registered Agent

Ralph W. Austin

(Name of noncommercial registered agent)

234 Main Street, Biddeford, ME 04005

(physical location, not P.O. Box - street, city, state and zip code)

P.O. Box 468, Biddeford, ME 04005

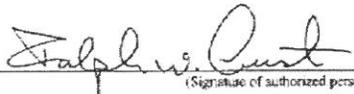
(mailing address if different from above)

**SIXTH:** Pursuant to 5 MRSA §105.2, the registered agent listed above has consented to serve as the registered agent for this limited liability company.

**SEVENTH:** Other matters the members determine to include are set forth in the attached Exhibit A, and made a part hereof.

**\*\*Authorized person(s)**

Dated September 23, 2014

  
\_\_\_\_\_  
(Signature of authorized person)

Ralph W. Austin, Authorized Person  
\_\_\_\_\_  
(Type or print name of authorized person)

\_\_\_\_\_  
(Signature of authorized person)

\_\_\_\_\_  
(Type or print name of authorized person)

\*Examples of professional service limited liability companies are accountants, attorneys, chiropractors, dentists, registered nurses and veterinarians. (This is not an inclusive list - see 13 MRSA §723.7)

\*\*Pursuant to 31 MRSA §1676.1.A, Certificate of Formation MUST be signed by at least one authorized person.

The execution of this certificate constitutes an oath or affirmation under the penalties of false swearing under 17-A MRSA §453.

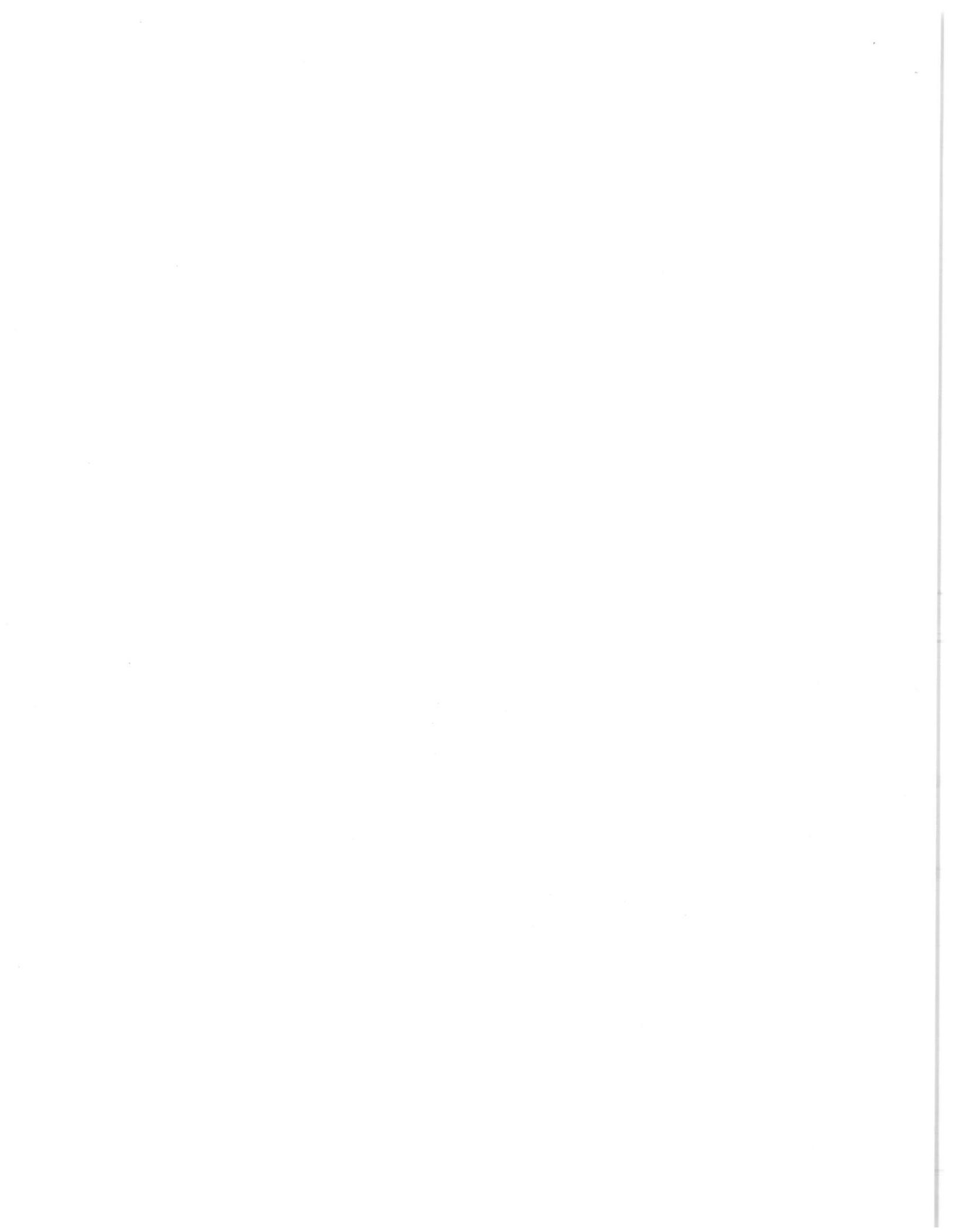
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**Division of Corporations, UCC and Commissions**  
**101 State House Station**  
**Augusta, ME 04333-0101**  
Telephone Inquiries: (207) 624-7752 Email Inquiries: CEC.Corporations@Maine.gov

Form No. MLLC-6 (2 of 2) Rev. 10/31/2012

**Exhibit A**

The management of the company is vested in managers. The minimum number shall be one (1) manager and the maximum number shall be three (3) managers. This constitutes a Statement of Authority pursuant to the Maine Limited Liability Act.





# MAINE

Department of the Secretary of State  
Bureau of Corporations, Elections and Commissions

**Corporate Name Search**

## Information Summary

[Subscriber activity report](#)

This record contains information from the CEC database and is accurate as of: **Wed Oct 29 2014 11:42:16**. Please print or save for your records.

2

Legal Name	Charter Number	Filing Type	Status
ATLANTIC HOLDINGS, LLC	20042126DC	LIMITED LIABILITY COMPANY (DOMESTIC)	ADMINISTRATIVELY DISSOLVED

Filing Date	Expiration Date	Jurisdiction
03/10/2004	N/A	MAINE

**Other Names** (A=Assumed ; F=Former)  
NONE

### Clerk/Registered Agent

STEPHEN Y HODSDON  
HODSDON & AYER  
56 PORTLAND ROAD  
KENNEBUNK, ME 04043

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# MAINE

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**Corporate Name Search**

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ATLANTIC HOLDINGS, LLC

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ARTICLES OF ORGANIZATION	03/10/2004	Yes	<input type="checkbox"/>
ANNUAL REPORT	04/21/2005	Yes	<input type="checkbox"/>
ANNUAL REPORT	05/10/2006	Yes	<input type="checkbox"/>
NOTICE - FAILURE TO FILE AN ANNUAL REPORT	06/29/2007	No	order <input type="checkbox"/>
ADMINISTRATIVELY DISSOLVED - FAILURE TO FILE ANNUAL REPORT	09/05/2007	Yes	<input type="checkbox"/>

Each record \$ 3.00

- Certify order \$5.00

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and/or

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Matthew Dunlap  
Secretary of State

*Bureau of Corporations, Elections and Commissions*

*Department of  
the Secretary of State*

Julie L. Flynn  
Deputy Secretary of State

20042126DC  
2072499850553

ATLANTIC HOLDINGS, LLC  
STEPHEN Y. HODSDON, REGISTERED AGENT  
56 PORTLAND RD.  
KENNEBUNK, ME 04043

Please be advised that your certificate of limited liability company has been administratively dissolved pursuant to 31 M.R.S.A. Section 608-B for failure to file the 2007 Annual Report and to pay the \$85.00 filing fee and penalty owed. A limited liability company, while administratively dissolved, may not engage in business in the State of Maine.

Our records indicate that you were notified of this impending administrative dissolution on 06/29/2007. In order to reinstate your limited liability company at this time, you must file the 2007 Annual Report together with the \$85.00 filing fee, the \$50.00 late filing penalty and the reinstatement fee of \$150.00.

You may reinstate your limited liability company by filing your 2006 Annual Report online at [www.SOSonline.org](http://www.SOSonline.org). The filing fee, late filing penalty and reinstatement fee may be paid over the Internet with Echeck, Visa or MasterCard. As an alternative, if you need to reinstate by filing a paper annual report, you may download the preprinted annual report form by using Paper Annual Reports also available at [www.SOSonline.org](http://www.SOSonline.org).

Both online services will require that you enter the following information:

Charter Number: 20042126DC

If you have any questions concerning this matter or require assistance in reinstating your corporation, please contact the Reporting and Information Section of our office at (207) 624-7752.

Dated this fifth day of September, 2007.

Sincerely,

Timothy R. Poulin  
Director,  
Division of Corporations and UCC

161 State House Station, Augusta, Maine 04333-0101  
[www.Maine.gov/sos](http://www.Maine.gov/sos)

**Maine Secretary of State**



**2006 Annual Report  
Electronic Filing Acknowledgment**

For Limited Liability Companies on file as of December 31, 2005

**Charter Number:** 20042126DC  
**DCN Number:** 2060019856019  
**Legal Name:** ATLANTIC HOLDINGS, LLC

**Registered Agent and Registered Office:**

STEPHEN Y. HODSDON  
56 PORTLAND RD.  
KENNEBUNK, ME 04043

**Brief statement of the character of the business:**

REAL ESTATE

**Name and Address of Managers:**

TIMOTHY HARRINGTON  
ONE THOMPSON SQUARE, SUITE 205, CHARLESTOWN, MA 02129

ANNE BENEDICT  
343 COMMERCIAL STREET, #602, BOSTON, MA 02109

**Date of Filing:** May 10, 2006

**Name and Capacity of Authorizing Party:**

STEPHEN Y. HODSDON, CLERK

**Maine Secretary of State**



**2005 Annual Report  
Electronic Filing Acknowledgment**

For Limited Liability Companies on file as of December 31, 2004

**Charter Number:** 20042126DC  
**DCN Number:** 2050039860304  
**Legal Name:** ATLANTIC HOLDINGS, LLC

**Registered Agent and Registered Office:**

STEPHEN Y. HODSDON  
56 PORTLAND RD.  
KENNEBUNK, ME 04043

**Brief statement of the character of the business:**

REAL ESTATE

**Name and Address of Managers:**

TIMOTHY HARRINGTON  
ONE THOMPSON SQUARE, SUITE 205, CHARLESTOWN, MA 02129

ANNE BENEDICT  
343 COMMERCIAL STREET, #602, BOSTON, MA 02109

**Date of Filing:** April 21, 2005

**Name and Capacity of Authorizing Party:**

STEPHEN Y. HODSDON, REGISTERED AGENT

DOMESTIC  
LIMITED LIABILITY COMPANY  
STATE OF MAINE  
ARTICLES OF ORGANIZATION OF  
LIMITED LIABILITY COMPANY

(Mark box only if applicable)

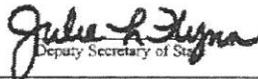
- This is a professional limited liability company\*\* formed pursuant to 13 MRSA Chapter 22-A to provide the following professional services:

\_\_\_\_\_

(type of professional services)

Filing Fee \$125.00

File No. 20042126DC Pages 2  
Fee Paid \$ 125  
DCN 2040791700031 LTLC  
FILED  
03/10/2004

  
Deputy Secretary of State

A True Copy When Attested By Signature

Deputy Secretary of State

Pursuant to 31 MRSA §622, the undersigned executes and delivers the following Articles of Organization of Limited Liability Company:

FIRST: The name of the limited liability company is

Atlantic Holdings, LLC

(The name must contain one of the following: "Limited Liability Company", "L.L.C." or "LLC"; §603-A.1)

SECOND: The name of its Registered Agent, an individual Maine resident or a corporation, foreign or domestic, authorized to do business or carry on activities in Maine, and the address of the registered office shall be:

Stephen Y. Hodsdon

(name)

56 Portland Road

(physical location - street (not P.O. Box), city, state and zip code)

Kennebunk, Maine 04043

(mailing address if different from above)

THIRD: ("X" one box only)

A. The management of the company is vested in a member or members.

B. 1. The management of the company is vested in a manager or managers. The minimum number shall be 1 managers and the maximum number shall be 2 managers.

2. If the initial managers have been selected, the name and business, residence or mailing address of each manager is:

NAME

ADDRESS

Timothy Harrington

One Thompson Square, Suite 25

Charlestown, MA 02129

Names and addresses of additional managers are attached hereto as Exhibit \_\_\_\_, and made a part hereof.

FOURTH: Other provisions of these articles, if any, that the members determine to include are set forth in Exhibit \_\_\_\_ attached hereto and made a part hereof.

FORM NO. MLLC-6 (1 of 2)

ORGANIZER(S)\*

Todd Whitton  
(signature)

DATED March 5, 2004

Todd H. Whitton  
(type or print name)

\_\_\_\_\_  
(signature)

\_\_\_\_\_  
(type or print name)

\_\_\_\_\_  
(signature)

\_\_\_\_\_  
(type or print name)

**For Organizer(s) which are Entities**

Name of Entity \_\_\_\_\_

By \_\_\_\_\_  
(authorized signature) (type or print name and capacity)

Name of Entity \_\_\_\_\_

By \_\_\_\_\_  
(authorized signature) (type or print name and capacity)

Name of Entity \_\_\_\_\_

By \_\_\_\_\_  
(authorized signature) (type or print name and capacity)

**Acceptance of Appointment of Registered Agent**

The undersigned hereby accepts the appointment as registered agent for the above-named limited liability company.

REGISTERED AGENT  
[Signature]  
(signature)

DATED March 5, 2004  
Stephen Y. Hodsdon  
(type or print name)

**For Registered Agent which is a Corporation**

Name of Corporation \_\_\_\_\_

By \_\_\_\_\_  
(authorized signature) (type or print name and capacity)

Note: If the registered agent does not sign, Form MLLC-18 (§607.2) must accompany this document.

\*\*Examples of professional service corporations are accountants, attorneys, chiropractors, dentists, registered nurses and veterinarians. (This is not an inclusive list – see 13 MRSA §723.7.)

\*Articles MUST be signed by:

- (1) all organizers OR
- (2) any duly authorized person.

The execution of this certificate constitutes an oath or affirmation under the penalties of false swearing under Title 17-A, section 453.

Please remit your payment made payable to the Maine Secretary of State.

SUBMIT COMPLETED FORMS TO: CORPORATE EXAMINING SECTION, SECRETARY OF STATE,  
101 STATE HOUSE STATION, AUGUSTA, ME 04333-0101  
FORM NO. MLLC-6 (2 of 2) Rev. 10-8-2003 TEL. (207) 624-7740

