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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

NON-PROFIT CORPORATION

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a corporation under Chapter 7-6 of the General Laws of Rhode Island, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

- The name of the corporation is The Hunt River Watershed Association ASSOCIATION
- The period of its duration is (if perpetual, so state) perpetual
- The specific purpose or purposes for which the corporation is organized are:
Mission. The Hunt River Watershed Association, Inc. (Association) is a nonprofit organization dedicated to
protect and preserve the Hunt River watershed, aquifer, and ecosystem.
The Association will focus its efforts on the Hunt-Annaquatucket-Pettaquamscutt (HAP) aquifer
as defined by the U.S. Department of Interior U.S. Geological Survey (USGS Fact Sheet FS-063-01)
The Association will seek to advance the purposes of Chapter 46-28 of the RI General Laws and in so doing
work with the Rhode Island Rivers Council, an associated function of the RI Water Resource Board.
[REDACTED]
- Provisions, if any, not inconsistent with the law, which the incorporators elect to set forth in these articles of incorporation for the regulation of the internal affairs of the corporation are:
It shall be established as a non-profit organization under the rules and regulations of the Internal
Revenue Service (IRS) Section 501(c)(3). Said organization is organized exclusively for educational, and
scientific purposes. No part of the net earnings or the organization shall inure to the benefit of, or be
distributable to its members, trustees, officers, or other private persons, except that the organization shall
be authorized and empowered to pay reasonable compensation for services rendered and to make payments
and distributions in furtherance of the purposes set forth hereof. SEE ADDENDUM

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5. The address of the initial registered office of the corporation is 1062 RESERVOIR AVE
(Street Address, not P.O. Box)
CRANSTON, RI 02910, and the name of its initial registered agent at such
(City/Town) (Zip Code)
 address is EDWARD R DiPippo
(Name of Agent)

6. The number of directors constituting the initial Board of Directors of the Corporation is 4
(not less than three directors)
 and the names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
<u>James McGwin</u>	<u>412 Chimney Rock Dr North Kingstown, RI</u>
<u>JANE SULLIVAN</u>	<u>107 PINE GLEN DRIVE EAST GREENWICH RI</u>
<u>BILL MUDGE</u>	<u>710 OLD BAPTIST ROAD NORTH KINGSTOWN RI</u>
<u>STEPHEN MCKENDALL</u>	<u>91 RICHARD SMITH DR, NORTH KINGSTOWN RI</u>

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>James McGwin</u>	<u>412 Chimney Rock Pr, North Kingstown, RI</u>
<u>JANE SULLIVAN</u>	<u>107 Pine Glen Drive, East Greenwich, RI 02818</u>
<u>[REDACTED]</u>	<u>[REDACTED]</u>
<u>STEPHEN MCKENDALL</u>	<u>91 RICHARD SMITH DRIVE NORTH KINGSTOWN RI</u>

8. Date when corporate existence is to begin UPON FILING
(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Under penalty of perjury, I/we declare and affirm that I/we have examined these Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 6/18/2008

[Signature]
[Signature]

Signature of each Incorporator

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any (s) and address(es) of the incorporator(s) of this corporation

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions

to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

