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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:

1. The name of the corporation is Upland Farm Homeowners Association

2. The period of its duration is (if perpetual, so state) Perpetual

3. The specific purpose or purposes for which the corporation is organized are:
Operation of Homeowners Association

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4. 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:

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5. The address of the initial registered office of the corporation is 77 Narragansett Ave.
(Street Address, not P.O. Box)
Jamestown, RI 02835, and the name of its initial registered agent at such
(City/Town) (Zip Code)
address is John A. Murphy
(Name of Agent)

6. The number of directors constituting the initial Board of Directors of the Corporation is 3
(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>
Joseph Manning	70 Starr Drive, Narragansett, RI 02882
Kenneth Manning	70 Bridge St., Suite 201, Newton, MA 02458
John A. Murphy	77 Narragansett Ave., Jamestown, RI 02835

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
John A. Murphy	77 Narragansett Ave., Jamestown, RI 02835

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: April 3, 2008

John A. Murphy
Signature of each Incorporator