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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 South County Growers' 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:
Please see the statement of purposes attached as Exhibit A.

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CORPORATIONS DIV
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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:
 - a. No part of the net earnings of the Association, if any, shall inure to the benefit of any member or officer;
 - b. Upon dissolution the net property of the Association shall be transferred to another organization, which has been established for puposes similar to those of the Association and which is exempt from frefederal taxation under IRC 501(c), or similar legislation.

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5. The address of the initial registered office of the corporation is 11 Indian Corner Road
(Street Address, not P.O. Box)
Saunderstown, RI 02874, and the name of its initial registered agent at such
(City/Town) (Zip Code)
address is J. Timothy Kocab
(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>
<u>J. Timothy Kocab</u>	<u>11 Indian Corner Road, Saunderstown RI 02874</u>
<u>Brent A Peterson</u>	<u>13 Teaberry Lane, Hope Valley, RI 02832</u>
<u>William A. Coulter</u>	<u>363 Shumankanuc Hill Rd., Charlestown, RI02813</u>
_____	_____
_____	_____
_____	_____

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>J. Timothy Kocab</u>	<u>11 Indian Corner Road, Saunderstown, RI 02874</u>
_____	_____
_____	_____
_____	_____
_____	_____

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

Date: 6/26/2008

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.

J. Timothy Kocab
Signature of each Incorporator

EXHIBIT A TO ARTICLES OF INCORPORATION

STATEMENT OF PURPOSE FOR South County Growers' Association

The Association is organized for the purpose of support and the betterment of Rhode Island local independent farms and artisans, to improve the availability of locally grown Rhode Island produce to the residents of the area, to benefit the local community by drawing customers into the area, to educate the community about the benefits of supporting local sustainable agriculture and local products, to sponsor one or more Farmers' Markets for the same purpose, to assist and encourage its members in their sale of produce and products grown or made by them in Rhode Island, within the competitive market environment to assist members in developing efficiencies in their agricultural production techniques while improving their market products, and for general purposes of educational, agricultural and horticultural activities and for purposes related to animal husbandry and all other purposes for which such corporations may be formed.