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ID Number: 38274



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

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

2008 NOV 18 AM 10:26  
RECEIVED  
SECRETARY OF STATE  
CORPORATIONS DIV

**NON-PROFIT CORPORATION**

**ARTICLES OF DISSOLUTION**

Pursuant to the provisions of Section 7-6-54 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is EDISON TUTORIAL

2. A resolution to dissolve the corporation was adopted in the following manner:

**(check one box only)**

- The resolution to dissolve the corporation was adopted at a meeting of members held on \_\_\_\_\_, at which meeting a quorum was present, and the resolution received at least a majority of the votes which members present or represented by proxy at such meeting were entitled to cast.
- The resolution to dissolve the corporation was adopted by a consent in writing on \_\_\_\_\_, signed by all members entitled to vote with respect thereto.
- The resolution to dissolve the corporation was adopted at a meeting of the board of directors held on November 14, 2008, and received the vote of a majority of the directors in office, there being no members entitled to vote with respect thereto. See Attached.

3. All debts, obligations, and liabilities of the corporation have been paid and discharged, or adequate provision has been made therefore.

4. The plan of distribution, if any, adopted by the corporation is as follows:

**[Insert Plan of Distribution]**  
(If no plan of distribution was adopted, so state.)

Please see attached Resolution adopted  
by the Board of Directors on November 14, 2008.  
The Plan of Distribution is included therein.

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By APB 73392

5. All of the remaining property and assets of the corporation have been transferred, conveyed or distributed in accordance with the provisions of Chapter 7-6.
6. There are no suits pending against the corporation in any court in respect of which adequate provision has not been made for the satisfaction of any judgment, order or decree, which may be entered against it.

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

Date: November 17, 2008

EDISON TUTORIAL

Print Corporate Name

By Marilyn J. Brockmann

President or  Vice President (check one)

**AND**

By Robert J. Brockmann

Secretary or  Assistant Secretary (check one)

**RESOLUTION  
TO AUTHORIZE  
THE DISSOLUTION OF THE EDISON TUTORIAL CORPORATION**

Whereas, Edison Tutorial, a Rhode Island non-profit corporation, established on April 15, 1986, to provide a program of tutorial assistance to children with learning problems;

Whereas, Edison Tutorial provided such assistance in both summer and after-school multi-skill programs;

Whereas, Edison Tutorial, in order to provide such services to all students requiring such services without regard to the students' ability to pay the minimal tuition fees, relied upon donations from individuals, service organizations and foundations to support both the Edison Tutorial Scholarship Fund and necessary operating expenditures;

Whereas, Edison Tutorial no longer offers its tutorial services in such full-service summer and after-school programs and;

Whereas, Edison Tutorial no longer requires scholarship and capital funding;

Now, Therefore, Be It Hereby Resolved, by the majority of the Directors of the Edison Tutorial Corporation as follows:

1. The above recitations are true and correct and are incorporated in this Resolution.
2. By adoption of this Resolution, the Directors of Edison Tutorial hereby authorize the dissolution of the Edison Tutorial Corporation as of December 31, 2008. All liabilities and those payments required by law will be paid. The assets of the Corporation will be disposed of outright to one or more existing Rhode Island non-profit corporations as shall at the time qualify as an exempt organization under the provisions of Section 501(c)3 of the Internal Revenue Code of 1954.

The Plan of Dissolution is to:

1. Donate Edison Tutorial's collection of children's books to the Westerly-Pawcatuck Public Library.
2. Donate any miscellaneous classroom materials to any Westerly Area educational organization willing to accept same.



# 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*

