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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 Rhode Island Developmental Disabilities Council, Inc.

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:

The Corporation is organized exclusively for charitable and educational purposes. The Corporation will
promote changes within communities in Rhode Island and Providence Plantations that encourages,
inspires and makes possible for individuals with disabilities to create, pursue and achieve lives that
are personally satisfying. The Corporation will accomplish its purpose by developing, promoting and
facilitating a wide array of comprehensive and coordinated systems, services and supports in the
State.

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:

At the time of dissolution of the Corporation, the Board of Directors shall, after paying or making
provisions for the payment of all debts, obligations, liabilities, costs and expenses of the Corporation,
dispose of all of the assets of the Corporation. In no case shall a disposition be made which would not
qualify as a charitable contribution under section 170(c)(1) or (2) of the Internal Revenue Code of 1986, as
now enacted or hereafter amended in such manner as the Board of Directors shall determine.

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5. The address of the initial registered office of the corporation is 400 Bald Hill Road, Suite 515
(Street Address, not P.O. Box)
Warwick, RI 02886-1692, and the name of its initial registered agent at such
(City/Town) (Zip Code)
address is Mary Okero
(Name of Agent)

6. The number of directors constituting the initial Board of Directors of the Corporation is 24
(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>
John Susa, Ph.D.	UCEDD, 51 Puritan Drive, Warwick, RI 02888
Ray Bandusky	RI Disability Law Center, 275 Westminster Rd., Providence, R
Kathryn O'Connor, Ph.D.	67 Briarwood Dr., Charlestown, RI 02813
Anne Rule	Trudeau Center, 3445 Post Road, Warwick, RI 02886
India Seales	894 Bullocks Point Ave., Riverside, RI 02915
Frank Beezley	Dept. of MHRH, 2090 Wallum Lake Rd., Pascoag, RI 02859

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
John Susa, Ph.D.	UCEDD, 51 Puritan Drive, Warwick, RI 02888
William A. Feole	Dept. of MHRH, 2090 Wallum Lake Rd., Pascoag, RI 02850
Kathleen Leonard	50 Park Road W., Apt. 417, Providence, RI 02903
Andre E. Thibault	30 Rosebank Dr., Providence, RI 02908

8. Date when corporate existence is to begin _____
(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: 10/30/08

John B. Susa
Kathleen P. Leonard
William A. Feole
Louis G. Feole POA
Andre E. Thibault

Signature of each Incorporator

Articles of Incorporation

Form Number 200

No. 6 Initial Directors (continued)

Elizabeth Cummiskey
50 Holly Hill Lane
Saunderstown, RI 02874

Claudia Lowe
Down Syndrome Society of RI
298 Arlington Avenue
Warwick, RI 02889

Katie Lowe
298 Arlington Avenue
Warwick, RI 02889

Megan Reynolds
75 Veazie Street
Providence, RI 02908

Helen Sebesta
84 Virginia Avenue
East Greenwich, RI 02818

Christine Singleton
2 Ravena Avenue, Apartment 201
Riverside, RI 02915

Alton Stuckey
20 McGuire Road, Apt. 127
North Providence, RI 02904

Mark Susa
2215 Elmwood Avenue, Apartment F1
Warwick, RI 02888

Iraida Williams
20 Maribeth Drive
Johnson, RI 02919

Charles Zawacki
10 Franklin Street
Building D., Apt. 71
Lincoln, RI 02865

William Feole
Dept. of MHRH, 2090 Wallum
Lake Road
Pascoag, RI 02850

Kathleen Leonard
50 Park Road W., Apt. 417
Providence, RI 02903

Andre Thibeault
30 Rosebank Drive
Providence, RI 02908

Denise Achin
RIDE-Ofc. of Special
Populations
255 Westminster St.
Providence, RI 02908

Deborah Garneau
Department of Health
State of Rhode Island
3 Capitol Hill, Rm. 302
Providence, RI 02908

Susan Hayward
Division of Developmental
Disabilities
14 Harrington Avenue
Cranston, RI 02920

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Jane Morgan
Department of Elderly Affairs
35 Howard Avenue
Cranston, RI 02920

Jan Verrechia
Office of Rehabilitation Services
RI Department of Human Services
40 Fountain Street
Providence, RI 02903

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that I, WILLIAM A. FOLEY, of the City of Warwick, County of Kent and State of Rhode Island, do hereby make, constitute and appoint LOUIS G. FOLEY and MARIE I. FOLEY, of the City of Cranston, County of Providence and of said State, as my true and lawful attorneys to act in, manage, and conduct all my estate and all my affairs, and for that purpose for me and in my name, place, and stead, and for my use and benefit, and as my act and deed, to do and execute, all or any of the following acts, deeds, and things, that is to say:

(1) To buy, receive, lease, accept, or otherwise acquire; to sell convey, mortgage, hypothecate, pledge, quit claim, or otherwise encumber or dispose of; or to contract or agree for the acquisition, disposal or encumbrance of; any property whatsoever and wheresoever situated be it real, personal, or mixed, or any custody, possession, interest, or right therein or pertaining thereto, upon such terms as my said attorneys shall think proper;

(2) To take, hold, possess, invest, lease, or let, or otherwise manage any or all of my real, personal, or mixed property, or any interest therein: to eject, remove, or relieve tenants or other persons from, and recover possession of, such property by all lawful means; and to maintain, protect, preserve, insure, remove, store, transport, repair, rebuild, modify, or improve the same or any part thereof;

(3) To make, do, and transact all and every kind of business of what nature or kind soever, including the receipt, recovery, collection,

payment, compromise, settlement, and adjustment of all accounts, legacies, bequests, interests, dividends, annuities, demands, debts, taxes, and obligations, which may now or hereafter be due, owing, or payable by me or to me.

(4) To make, endorse, accept, receive, sign seal, execute, acknowledge, and deliver deeds, assignments, agreements, certificates, hypothecations, checks, notes, bonds, vouchers, receipts, and such other instruments in writing of whatever kind and nature as may be necessary, convenient, or proper in the premises;

(5) To deposit and withdraw for the purpose hereof, in either my said attorneys' names or my name or jointly in both our names, in or from any banking institution, and funds, negotiable paper, or moneys which may come into my said attorneys' hands as such attorney or which I now or hereafter may have on deposit or be entitled to;

(6) To institute, prosecute, defend, compromise, arbitrate and dispose of legal, equitable, or administrative hearings, actions, suits, attachments, arrests, distresses or other proceedings, or otherwise engage in litigation in connection with the premises;

(7) To act as my attorney or proxy in respect to any stocks, shares, bonds, or other investments, rights, or interest, I may now or hereafter hold;

(8) To prepare, execute, and file income and other tax returns, and other governmental reports, applications, requests, and documents.

GIVING AND GRANTING unto my said attorneys full power and authority to do and perform all and every act, deed, matter, and thing whatsoever in and about my estate, property, and affairs as fully and effectually to

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all intents, and purposes as I might or could do in my own proper person if personally present, the above specially enumerated powers being in aid and exemplification of the full, complete, and general power herein granted and not in limitation or definition thereof; and hereby ratifying all that my said attorneys shall lawfully do or cause to be done by virtue of these presents.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the
6th day of December, A.D. 1983.

2 Witnesses to Mark

Peter J. Hornsby
Rev. James Thompson

William A. Foote (X)

His
X
Mark

STATE OF MASSACHUSETTS

COUNTY OF BOSTON

In Boston on the 6th day of December, A.D. 1983, before me personally appeared WILLIAM A. FOOTE to me known, and known by me to be the party executing the foregoing instrument, and he acknowledged said instrument, by him executed, to be his free act and deed.

Chris Shelly
Notary Public



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. RALPH MOLLIS

Secretary of State

