

Filing Fee: \$10.00

ID Number: 156348



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

RESTATED ARTICLES OF INCORPORATION

Pursuant to the provisions of Section 7-6-42 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation executes the following Restated Articles of Incorporation for the purpose of restating its Articles of Incorporation, as amended, in a single instrument:

1. The name of the corporation is _____
The Courthouse Theater Company
2. The period of its duration is (if perpetual, so state) Perpetual
3. The specific purpose or purposes which the corporation is authorized to pursue are:
The corporation is organized exclusively for charitable and educational purposes, including the fostering and promotion of the performing arts to include live theater and musical performances at an affordable minimal price, and to conduct educational workshops and classes for school-age students and the general public and any lawful purpose related thereto.
4. Any other provisions, not inconsistent with law, which are presently set forth in the Articles of Incorporation as theretofore amended are as follows: *(If there are no other such provisions, so state.)*
See attached statement re restrictions.

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4: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the 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 Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The 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. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future tax code. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code or the corresponding provisions of any future federal tax code as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction in the county in which the principal office of the corporation is then located exclusively for such purposes or to such organizations as said Court shall determine which are organized and operated exclusively for such purposes.

5. These Restated Articles of Incorporation correctly set forth, without change, the corresponding provisions of the Articles of Incorporation as theretofore amended, have been duly adopted as required by law, and supersede the original Articles of Incorporation and all amendments thereto.

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

Date: 5/22/09

The Courthouse Theater Company

Print Corporate Name

By Christopher Singer

☐ President or ☐ Vice President (check one)

AND

By Chet Bullock

☒ Secretary or ☐ Assistant Secretary (check one)