

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION (NON-BUSINESS CORPORATION)

Know all Men by these Presents, That we Leo H. Tellier, Jr.; Roland E. Forand; Roland Graveline; Walter M. Warchol; and Francis R. Stetkiewicz;

all of lawful age, hereby agree to and with each other:

FIRST. To associate ourselves together with the intention of forming a corporation under and by virtue of the powers conferred by Chapter 7-6 of the General Laws of Rhode Island, as amended.

SECOND. Said corporation shall be known by the name of Rotary Club of Cumberland-Lincoln, Rhode Island

THIRD. Said corporation is constituted for the purpose of to encourage and foster the ideal of service as a basis of worthy enterprise, and in particular, to encourage and foster:

1. The development of acquaintance as an opportunity for service;
2. High ethical standards in business and professions; the recognition of worthiness of all useful occupations; and the dignifying by each Rotarian of his occupation as an opportunity to serve society;
3. The application of the ideal of service by every Rotarian to his personal, business and community life;
4. The advancement of international understanding, good will, and peace through a world fellowship of business and professional men united in the ideal of service;

AND, for all other charitable and educational purposes.

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See §§ 7-6-7, 7-6-8 of the General Laws.)

To do any lawful act which is necessary or proper to accomplish the purposes of its incorporation. Without limiting or enlarging the effect of this general grant of authority, it is hereby specifically provided that every such corporation shall have power:

- (a) to have perpetual succession in its corporate name unless a period for its duration is limited in its articles of association or charter;
- (b) to sue and be sued in its corporate name;
- (c) to have and use a common seal and alter the same at pleasure;
- (d) to elect such officers and appoint such agents as its purposes require, and to fix their compensation and define their duties;

(e) to make by-laws not inconsistent with the Constitution or laws of the United States or of this state, or with the corporation's charter or articles of association, determining the time and place of holding and the manner of calling and of conducting meetings of its members and directors, the manner of electing its officers and directors, the mode of voting by proxy, and the number, qualifications, powers, duties and term of office of its officers and directors, and containing any other provisions, whether of the same or of a different nature, for the management of the corporation's property and the regulation and government of its affairs;

- (f) to make contracts, incur liabilities and borrow money.

Said corporation shall be entitled to take, hold, transmit and convey real and personal estate to an amount not exceeding in all one hundred fifty thousand dollars (\$150,000); provided, however, that the foregoing limitation shall not apply to corporations organized for the purposes of fostering, encouraging and assisting the physical location, settlement or resettlement of industrial and manufacturing enterprises within the state, and to whose members no profit shall ensue. If any corporation subject to the foregoing limitation desires to take and hold property to an amount exceeding one hundred fifty thousand dollars (\$150,000) either originally or by amendment, such privilege shall be granted only by the general assembly on petition thereto

(Over)

FOURTH. Said corporation shall be located in Cumberland, Rhode Island.
(City or Town)

(Further provisions not inconsistent with law)

FIFTH. The corporation shall not carry on any activity not permitted to be carried on by an organization exempt from Federal Income Tax under Sec. 501 (c) (3) I.R.C. 1954, as amended.

SIXTH. No part of the net earnings of the corporation shall inure to the benefit or be distributable to any member, officer or other person.

SEVENTH. Upon dissolution the assets will be distributable to an organization exempt under Sec. 501 (c) (3) I.R.C. 1954, as amended, or to a governmental unit or instrumentality for public purpose.

In Testimony Whereof, We have hereunto set our hands and stated our residences this

21st day of June, A. D. 19 76.

NAME	RESIDENCE
<i>Leo H. Tellier, Jr.</i>	<i>14 Kennedy Blvd. Linc.</i>
<i>Roland E. Forand</i>	<i>371 Old Res. Rd. Linc., R.I.</i>
<i>Ronald Graveline</i>	<i>39 Chapin Ave. Cumberland, R.I.</i>
<i>Walter M. Warchol</i>	<i>6 Deerfield Rd. Cumberland, R.I.</i>
<i>Francis R. Stetkiewicz</i>	<i>5 Red Gate Rd. Cumberland, R.I.</i>

STATE OF RHODE ISLAND, }
COUNTY OF Providence }

In the ~~City~~ Town } of Cumberland

in said county this 21st day of June, A. D. 19 76, then

personally appeared before me Leo H. Tellier, Jr.; Roland E. Forand;

Ronald Graveline; Walter M. Warchol; and Francis R. Stetkiewicz;

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

Joseph R. Lelli
Notary Public.

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Non-Business Corporation

ORIGINAL

ARTICLES OF ASSOCIATION OF

Rotary Club of
Cumberland-Lincoln,
Rhode Island

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FILED IN THE OFFICE OF THE
SECRETARY OF STATE

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