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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 Parent Partners

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:
See attached Exhibit A.

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:
See attached Exhibit A.

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5. The address of the initial registered office of the corporation is 155 South Main Street
(Street Address, not P.O. Box)
Providence, RI 02903, and the name of its initial registered agent at such
(City/Town) (Zip Code)
address is Ralph M. Kinder, Esq.
(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>
Elizabeth Stearns	40 Amesbury Lane, Little Compton, RI 02837
Nancy S. Hartnett	56 Crandall Road, P.O. Box 331, Adamsville, RI 02801
Jennifer Kiemmer	52 Hamilton Drive, Portsmouth, RI 02871

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Ralph M. Kinder, Esq.	155 South Main Street, Providence, RI 02903

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

Date: 9/24/09

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.



Signature of each Incorporator

Exhibit A
To the Articles of Incorporation
Of
Parent Partners

The Corporation is formed exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986. The assets of the Corporation shall be specifically dedicated for religious, charitable, scientific, literary or educational purposes, and for the purpose of providing a community based parental support and coaching network to increase positive parenting skills for families in need of support. The Corporation is empowered to engage only in activities which are in furtherance of such purposes.

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 3 hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and 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 (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal

Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

In the event that the effectuation of such purposes is not deemed feasible or practicable, the Directors shall distribute the net income of the Corporation and from time to time such amount or amounts of the principal of the Corporation as they shall in their discretion determine for the support of such other organization(s) (a) which are described in the Internal Revenue Code Section 501 (c)(3) and are exempt from taxation under the Internal Revenue Code Section 501 (a), and (b) which can effectuate the general purposes for which the Corporation was formed.

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, distribute all of the remaining assets of the Corporation exclusively to one or more charitable organizations within the meaning of Section 501 (c)(3) of the Internal Revenue Code. In the event that any assets are not disposed of in the foregoing manner, such assets shall be disposed of by a court of appropriate jurisdiction to another such organization or organizations to be used in such manner as in the judgment of the court will best accomplish the purposes and further the activities of the Corporation. In no event shall any such assets be distributed to any officer or director of the Corporation or to any other private individual.