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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 Solar Sister, Inc.  
(hereinafter referred to as the "Corporation").
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:  
1) To further charitable, educational, and other similar non-profitable purposes specified in section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code (the Internal Revenue Code of 1986, as amended, together with any future federal tax code, are hereinafter collectively referred to as the "Code"); 2) to participate in any and all other related activities permitted under Chapter 7-6 of the General Laws of Rhode Island, 1956, as amended (hereinafter referred to as the "Act"); and 3) to transform lives and empower the women and girls of Africa providing light and energy using the natural power of the sun.
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:  
**Please see attached.**

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5. The address of the initial registered office of the corporation is 15 Church Street  
(Street Address, not P.O. Box)  
Bristol, RI 02809, and the name of its initial registered agent at such  
(City/Town) (Zip Code)  
address is Katherine Lucey  
(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>
Katherine Lucey	15 Church Street Bristol, RI 02809
John H. Forsgren	600 South Ocean Boulevard #1108 Boca Raton, FL 33432
Michael Kendall	9 1/2 Church Street Bristol, RI 02809

**7. The name and address of each incorporator is:**

<u>Name</u>	<u>Address</u>
Katherine Lucey	15 Church Street Bristol, RI 02809

8. Date when corporate existence is to begin October 5, 2009  
(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: **October 5, 2009**

wherein are true and correct.

Katherine Bruce

**Signature of each Incorporator**

State of Rhode Island and Providence Plantations  
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**NON-PROFIT CORPORATION  
ARTICLES OF INCORPORATION  
FORM 200 ATTACHMENT**

**Solar Sister**  
(hereinafter referred to as the “Corporation”)

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:

- a. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and disbursements in furtherance of the purpose clause hereof.
- b. No substantial part of the activities of the Corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislations, or any initiative or referendum before the public, and the Corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.
- c. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on: 1) by an organization exempt from federal income tax under section 501(c)(3) of the Code; or 2) by an organization, contributions to which are deductible under section 170(c)(2) of the Code.
- d. Members of the initial board of directors shall serve until the first annual meeting, at which their successors are duly elected and qualified, or removed as provided in the bylaws.
- e. No officer or director of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the officers or directors be subject to the payment of the debts or obligations of this Corporation. This provision does not eliminate or limit the liability of a director or officer:
  - a. For any breach of the director's or officer's duty or loyalty to the Corporation or its members;
  - b. For acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or

- c. For any transaction from which any director or officer derived an improper personal benefit, and also including any provision which under this chapter is required or permitted to be set forth in the bylaws.

Furthermore, no provision eliminating or limiting the personal liability of a director or officer will be effective with respect to causes of action arising prior to the inclusion of the provision in the articles of incorporation of the Corporation.

- f. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of by a Court of Competent Jurisdiction of the county or district in which the principal office of the Corporation is located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.