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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

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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 The Art Connection in Rhode Island

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 Art Connection in Rhode Island solicits original donated artworks and places them at public service non-profit agencies that serve vulnerable constituencies: battered, hungry, homeless, low-income, and disabled populations.

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:

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5. The address of the initial registered office of the corporation is 265 Benefit Street, #3
(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 Kim Polson
(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>
Wendy Ingram	265 Benefit Street, Apt. 1, Providence, RI 02903
Murkje de Vries	11 North Avenue, #4, Providence, RI 02903
Alice Miles	265 Benefit Street, Apt. 2, Providence, RI 02903

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Wendy Ingram	265 Benefit Street, Apt. 1, Providence, RI 02903
Murkje de Vries	11 North Avenue, #4, Providence, RI 02903
Alice Miles	265 Benefit Street, Apt. 2, Providence, RI 02903

8. Date when corporate existence is to begin September 23, 2010
(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: September 19, 2010

Wendy Ingram
Murkje de Vries
Alice Miles

Signature of each Incorporator



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 handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

