

Filing Fee: \$35.00

ID Number: _____



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 Rhode Island Center for Compassion and Wellness **+**

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:
To cultivate and dispense medical marijuana and to provide educational material on medical marijuana
and to provide other related benefits and services to meet the medical and emotional needs of Rhode Island
patients and to otherwise engage in other activities permitted by law.

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:

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
NOV 08 2010
61:3 PM 3:19

FILED
NOV 08 2010
By DS 3:19
130779

5. The address of the initial registered office of the corporation is 321 South Main Street, Suite 400
(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 William J. Lynch
(Name of Agent)

6. The number of directors constituting the initial Board of Directors of the Corporation is 5
(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>
<u>Louis Yip</u>	<u>71 Wingate Road, Providence, RI 02906</u>
<u>Mary Bray</u>	<u>7 Cooper Street, Pawtucket, RI 02860</u>
<u>Ann L. Dugan</u>	<u>21 Pinewood Drive, North Providence, RI 02904</u>
<u>George L. Kelley, III</u>	<u>107 Glen Meadows Drive, Pawtucket, RI 02861</u>
<u>William J. Lynch</u>	<u>321 South Main Street, Ste. 400, Providence, RI 02903</u>

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>William J. Lynch</u>	<u>321 South Main Street, Suite 400, Providence, RI 02903</u>

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: 11-8-10

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.

William J. Lynch
William J. Lynch

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. RALPH MOLLIS

Secretary of State

