



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$35.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Non-Profit Corporation
Articles of Incorporation**

(Chapter 7-6-34 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the corporation is East Bay Rowing, Inc.

ARTICLE II

The period of its duration is X Perpetual

ARTICLE III

The specific purpose or purposes for which the corporation is organized are:

This corporation is organized exclusively for charitable, scientific, educational, and qualified amateur athletic purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The purpose of this corporation is:
to support charitable, science, educational and qualified amateur athletic activities involving rowing for youth and adults.

ARTICLE IV

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:

ARTICLE A- EXEMPTION REQUIREMENTS

AT ALL TIMES THE FOLLOWING SHALL OPERATE AS CONDITIONS RESTRICTING THE OPERATIONS AND ACTIVITIES OF THE CORPORATION:

1. 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 ORGANIZATION SHALL BE AUTHORIZED AND EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF THE PURPOSE SET FORTH IN THE PURPOSE CLAUSE HEREOF.

2. NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL CONSTITUTE THE CARRYING ON OF PROPAGANDA OR OTHERWISE ATTEMPTING TO

INFLUENCE LEGISLATION, 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.

3. NOTWITHSTANDING ANY OTHER PROVISIONS OF THIS DOCUMENT, THE ORGANIZATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON BY AN ORGANIZATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OR CORRESPONDING SECTION OF ANY FUTURE TAX CODE, OR BY AN ORGANIZATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE INTERNAL REVENUE CODE, OR CORRESPONDING SECTION OF ANY FUTURE TAX CODE.

ARTICLE B- MEMBERSHIP/BOARD OF DIRECTORS

1.THIS CORPORATION MAY HAVE MEMBERS. THE ELIGIBILITY, RIGHTS AND OBLIGATIONS OF THE MEMBERS WILL BE DETERMINED BY THE ORGANIZATION'S BYLAWS.

2.THE MANAGEMENT OF THE AFFAIRS OF THE CORPORATION SHALL BE VESTED IN A BOARD OF DIRECTORS, AS DEFINED BY THE CORPORATION'S BYLAWS. NO DIRECTOR SHALL HAVE ANY RIGHT, TITLE, OR INTEREST IN OR TO ANY PROPERTY OF THE CORPORATION. MEMBERS OF THE INITIAL BOARD OF DIRECTORS SHALL SERVE UNTIL THE FIRST ANNUAL MEETING, AT WHICH THEIR SUCCESSORS WILL BE DULY ELECTED AND QUALIFIED, OR REMOVED AS PROVIDED IN THE BYLAWS.

ARTICLE C- PERSONAL LIABILITY

NO MEMBER, 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 MEMBERS, OFFICERS, OR DIRECTORS BE SUBJECT TO THE PAYMENT OF THE DEBTS OR OBLIGATIONS OF THIS CORPORATION.

ARTICLE D- DURATION/DISSOLUTION

THE DURATION OF THE CORPORATE EXISTENCE SHALL BE PERPETUAL UNTIL DISSOLUTION. UPON THE DISSOLUTION OF THE ORGANIZATION, ASSETS OF THE CORPORATION SHALL BE DISTRIBUTED FOR ONE OR MORE EXEMPT PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE, OR SHALL BE DISTRIBUTED TO THE FEDERAL GOVERNMENT, OR TO A STATE OR LOCAL GOVERNMENT, FOR A PUBLIC PURPOSE. ANY SUCH ASSETS NOT SO DISPOSED OF SHALL BE DISPOSED OF BY A COURT OF COMPETENT JURISDICTION OF THE COUNTY IN WHICH THE PRINCIPAL OFFICE OF THE CORPORATION IS THEN 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.

ARTICLE V

The street address (post office boxes are not acceptable) of the initial registered office of the corporation is:

No. and Street: 12 JOYCE STREET

City or Town: BARRINGTON

State: RI

Zip: 02806

The name of its initial registered agent at such address is PATRICK SULLIVAN

ARTICLE VI

The number of directors constituting the initial Board of Directors of the Corporation is 5 and the names and addresses of the persons who are to serve as the initial directors are:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
DIRECTOR	PATRICK JOHN SULLIVAN	12 JOYCE STREET BARRINGTON, RI 02806 USA
DIRECTOR	MARGARET NEISNER STRAND	2202 N. SCOTT STREET ARLINGTON, VA 22209 USA
DIRECTOR	GREGORY NORMAN ARNOLD	54 BROAD STREET REHOBOTH, MA 02769 USA
DIRECTOR	KRISTEN KREUZKAMP	52 CHURCH STREET BARRINGTON, RI 02806 USA

ARTICLE VII

The name and address of the each incorporator is:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
DIRECTOR	DEBORAH MARIE SULLIVAN	12 JOYCE STREET BARRINGTON, RI 02806 USA
INCORPORATOR	PATRICK JOHN SULLIVAN	12 JOYCE STREET BARRINGTON, RI 02806 USA
INCORPORATOR	DEBORAH MARIE SULLIVAN	12 JOYCE STREET BARRINGTON, RI 02806 USA

ARTICLE VIII

Date when corporate existence is to begin 12/01/2010

(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Signed this 30 Day of November, 2010 at 4:21:51 PM by the incorporator(s). *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-6.*

Enter signatures below.

PATRICK JOHN SULLIVAN

DEBORAH MARIE SULLIVAN

Form No. 200
Revised 09/07

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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

