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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

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CORPORATIONS DIVISION
STATE OF RHODE ISLAND

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 Jewish Alliance of Greater 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:
See Exhibit A attached.
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 Exhibit B attached.

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5. The address of the initial registered office of the corporation is 401 Elmgrove Avenue
(Street Address, not P.O. Box)
Providence, RI 02906, and the name of its initial registered agent at such
(City/Town) (Zip Code)
 address is Manuel daRosa
(Name of Agent)

6. The number of directors constituting the initial Board of Directors of the Corporation is twenty-nine (29)
(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>
Richard Licht	401 Elmgrove Avenue, Providence, RI 02906
Jamie Pious	401 Elmgrove Avenue, Providence, RI 02906
Susan Leach DeBlasio	401 Elmgrove Avenue, Providence, RI 02906
Sharon Gaines	401 Elmgrove Avenue, Providence, RI 02906
Barbara Sokoloff	401 Elmgrove Avenue, Providence, RI 02906
See Exhibit C attached.	

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Doris Feinberg	401 Elmgrove Avenue, Providence, RI 02906
Douglas Emanuel	401 Elmgrove Avenue, Providence, RI 02906
Sharon Gaines	401 Elmgrove Avenue, Providence, RI 02906

8. Date when corporate existence is to begin January 1, 2011
(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: November 30, 2010

Doris Feinberg
Douglas Emanuel
Sharon Gaines

Signature of each Incorporator

JEWISH ALLIANCE OF GREATER RHODE ISLAND
(a Nonprofit Corporation)

ARTICLES OF INCORPORATION

EXHIBIT A

3. The specific purpose or purposes for which the Corporation is organized are:
- (a) To enhance the quality of Jewish life in the greater Rhode Island community and worldwide through educational, charitable, social service, cultural, religious and recreational endeavors;
 - (b) to operate exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law (the "Code"), and notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under this section; and
 - (c) to do any and all things necessary, suitable or proper for the attainment of any and all of the foregoing purposes, and subject to the limitations hereinafter contained, and to engage in any lawful activity for which a nonprofit corporation may be organized under Chapter 7-6 of the General Laws of Rhode Island, as amended, or the corresponding provisions of any future statute enacted in substitution therefor.

JEWISH ALLIANCE OF GREATER RHODE ISLAND
(a Nonprofit Corporation)

ARTICLES OF INCORPORATION

EXHIBIT B

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) The Corporation shall be nonprofit, shall not have or issue shares of capital stock, and shall not declare or pay dividends. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, 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. No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting, to influence legislation (except as otherwise provided by Section 501(h) of the Code), or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(a) of the Code or (ii) by a corporation, contributions to which are described by Section 170(c)(2) of the Code and deductible under Sections 170(a) and 170(b)(1)(A) of the Code.
- (b) Upon dissolution, 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 assets of the Corporation to and among any existing nonprofit corporations organized for educational, scientific, charitable, religious, or literary purposes, which would then qualify under the provisions of Section 501(c)(3) of the Code in such manner and in such proportions as the Board of Directors shall prescribe.

- (c) No director of the Corporation shall be personally liable to the Corporation or its members for monetary damages for breach of the director's duty as a director; provided that the foregoing shall not eliminate or limit the liability of a director (i) for any breach of the director's duty of loyalty to the Corporation or its members; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or (iii) for any transaction from which the director derived an improper personal benefit.

JEWISH ALLIANCE OF GREATER RHODE ISLAND
(a Nonprofit Corporation)

ARTICLES OF INCORPORATION

EXHIBIT C

Directors (continued)

<u>Name</u>	<u>Address</u>
Douglas Emanuel	401 Elmgrove Avenue, Providence, RI 02906
Lawrence Hershoff	401 Elmgrove Avenue, Providence, RI 02906
Doris Feinberg	401 Elmgrove Avenue, Providence, RI 02906
Cheryl Teverow	401 Elmgrove Avenue, Providence, RI 02906
Samuel Suls	401 Elmgrove Avenue, Providence, RI 02906
Alan Hassenfeld	401 Elmgrove Avenue, Providence, RI 02906
David Yavner	401 Elmgrove Avenue, Providence, RI 02906
Steven Shalansky	401 Elmgrove Avenue, Providence, RI 02906
Alan Litwin	401 Elmgrove Avenue, Providence, RI 02906
Michael Schaffer	401 Elmgrove Avenue, Providence, RI 02906
Lisa Shorr	401 Elmgrove Avenue, Providence, RI 02906
Hope Hirsch	401 Elmgrove Avenue, Providence, RI 02906
Jeffrey Vogel	401 Elmgrove Avenue, Providence, RI 02906
Marisa Garber	401 Elmgrove Avenue, Providence, RI 02906
Bonnie Steinberg Jennis	401 Elmgrove Avenue, Providence, RI 02906
Neil Berenbaum	401 Elmgrove Avenue, Providence, RI 02906
Robert Stolzman	401 Elmgrove Avenue, Providence, RI 02906
Jay Rosenstein	401 Elmgrove Avenue, Providence, RI 02906
Diane Ducoff	401 Elmgrove Avenue, Providence, RI 02906
Harold Foster	401 Elmgrove Avenue, Providence, RI 02906
Ralph Posner	401 Elmgrove Avenue, Providence, RI 02906
Melvin Alperin	401 Elmgrove Avenue, Providence, RI 02906
Peter Stein	401 Elmgrove Avenue, Providence, RI 02906
Marilyn Rueschmeyer	401 Elmgrove Avenue, Providence, RI 02906



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

