

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 AGAPE COMMONS FOUNDATION
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 CORPORATION IS CREATED AND WILL BE OPERATED EXCLUSIVELY FOR CHARITABLE,  
SCIENTIFIC, RELIGIOUS, LITERARY AND EDUCATIONAL PURPOSES WITHIN THE MEANING OF SECTION  
501(c)(3) OF THE INTERNAL REVENUE CODE, AND THE CORPORATION SHALL NOT CARRY ON ANY  
ACTIVITY NOT PERMITTED TO BE CARRIED ON EITHER BY A CORPORATION EXEMPT FROM FEDERAL  
INCOME TAX UNDER SECTION 501(c)(3) OF THE CODE OR BY A CORPORATION CONTRIBUTIONS TO  
WHICH ARE DEDUCTIBLE UNDER SECTION 170(c)(2) OF THE CODE.
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:  
NO DIRECTOR OR OFFICER OF THE ENTITY SHALL BE PERSONALLY LIABLE TO THE ENTITY OR ITS  
MEMBERS, IF ANY, FOR MONETARY DAMAGES FOR BREACH OF A FIDUCIARY DUTY AS A DIRECTOR OR  
OFFICER; PROVIDED, THAT THE FOREGOING SHALL NOT ELIMINATE OR LIMIT LIABILITY FOR  
(A) BREACH OF A DUTY OF LOYALTY TO THE ENTITY, (B) ACTS OR OMISSIONS NOT IN GOOD FAITH OR  
WHICH INVOLVE INTENTIONAL MISCONDUCT OR A KNOWING VIOLATION OF LAW, OR (C) ANY TRANS-  
ACTION FROM WHICH THE OFFICER OR DIRECTOR DERIVED AN IMPROPER PERSONAL BENEFIT.

**FILED**

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5. The address of the initial registered office of the corporation is 5 BENEFIT ST  
(Street Address, not P.O. Box)  
PROVIDENCE, RI 02904, and the name of its initial registered agent at such  
(City/Town) (Zip Code)  
address is RICHARD H. GREGORY III  
(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>
DAVID A. MacKENZIE	22 SANDPIPER LN, ACUSHNET, MA 02743
LILIANA M. TOSTO	22 SANDPIPER LN, ACUSHNET, MA 02743
(aka KA-LEA)	
ELLEN HOCKER	199 OLD MAIN RD, NORTH FALMOUTH, MA 02556

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
RICHARD H. GREGORY III	5 BENEFIT ST, PROVIDENCE, RI 02904

8. Date when corporate existence is to begin ON FILING  
(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: 02-22-2011

RTT Canyon

**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*

