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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 DISSOLUTION

Pursuant to the provisions of Section 7-6-54 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. The name of the corporation is Ocean State Policy Research Institute

2. A resolution to dissolve the corporation was adopted in the following manner:

(check one box only)

- The resolution to dissolve the corporation was adopted at a meeting of members held on _____, at which meeting a quorum was present, and the resolution received at least a majority of the votes which members present or represented by proxy at such meeting were entitled to cast.
- The resolution to dissolve the corporation was adopted by a consent in writing on _____, signed by all members entitled to vote with respect thereto.
- The resolution to dissolve the corporation was adopted at a meeting of the board of directors held on June 27, 2011, and received the vote of a majority of the directors in office, there being no members entitled to vote with respect thereto.

3. All debts, obligations, and liabilities of the corporation have been paid and discharged, or adequate provision has been made therefore.

4. The plan of distribution, if any, adopted by the corporation is as follows:

[Insert Plan of Distribution]
(If no plan of distribution was adopted, so state.)

See Exhibit A attached hereto.

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5. All of the remaining property and assets of the corporation have been transferred, conveyed or distributed in accordance with the provisions of Chapter 7-6.
6. There are no suits pending against the corporation in any court in respect of which adequate provision has not been made for the satisfaction of any judgment, order or decree, which may be entered against it.

Under penalty of perjury, we declare and affirm that we have examined these Articles of Dissolution, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 8/15/2011

Ocean State Policy Research Institute
Print Corporate Name

By Daniel Starnes, M.D.

President or Vice President (check one)

AND

By [Signature]

Secretary or Assistant Secretary (check one)

EXHIBIT A

ARTICLES OF DISSOLUTION OF
OCEAN STATE POLICY RESEARCH INSTITUTE
August 15, 2011

At a June 27, 2011 meeting of the Board of Directors of Ocean State Policy Research Institute (the "Corporation") it was voted to dissolve the Corporation and to approve a plan of dissolution incorporating the actions set forth below:

1. The filing of a final tax return with the US Internal Revenue Service and discontinuing the use of the existing employer identification / tax ID number. No final return with the Rhode Island Division of Taxation is required as the Corporation is a 501(c)(3), tax-exempt organization.
2. The filing of Articles of Dissolution of the Corporation with the Rhode Island Secretary of State;
3. The resolution of any potential obligations to staff and consultants through the offer of separation agreements.
4. The sale of or offer to sell certain personal property of the Corporation to staff and/or consultants.
5. The return to donors of recent contributions to the Corporation.
6. The identification and resolution of outstanding debts and contractual obligations.
7. The return to the State Policy Network of unexpended funds received previously by the Corporation in the form of grants in support of specific initiatives.



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

