



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 BELLEVILLE HOUSE II CORP

ARTICLE II

The period of its duration is Perpetual

ARTICLE III

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

Exhibit "A"
(to Articles of Incorporation of Belleville House II, Corp.)

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

(a) To provide elderly or disabled persons with housing facilities and services specially designed to meet their physical, social, and psychological needs, and to promote their health, security, happiness, and usefulness in longer living; the charges for such facilities and services to be predicated upon the provision, maintenance, and operation thereof on a nonprofit basis.

(b) The Corporation is irrevocably dedicated to and operated exclusively for charitable and educational, nonprofit purposes; and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of any individual.

(c) In pursuance of the foregoing purposes, the Corporation shall have the power to provide elderly or disabled persons with housing facilities and services specially designed to meet their physical, social, and psychological needs, and to promote their health, security, happiness, and usefulness in longer living; the charges for such facilities and services to be predicated upon the provision, maintenance, and operation thereof on a nonprofit basis.

(d) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of its purposes. No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any

other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from Federal income taxation under Section 501(c)(3) of the Internal revenue Code of 1986, as amended (the "Code"), or the corresponding section of any future United States internal revenue law, or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law.

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:

EXHIBIT "B"

(TO ARTICLES OF INCORPORATION OF BELLEVILLE HOUSE II, CORP.)

PROVISIONS, IF ANY, FOR THE REGULATION OF INTERNAL AFFAIRS OF THE CORPORATION, INCLUDING PROVISIONS FOR THE DISTRIBUTION OF ASSETS ON DISSOLUTION OR FINAL LIQUIDATION, ARE:

(A) THE CORPORATION IS EMPOWERED:

(I) TO BUY, OWN, SELL, ASSIGN, MORTGAGE, OR LEASE ANY INTEREST IN REAL ESTATE AND PERSONAL PROPERTY AND TO CONSTRUCT, MAINTAIN, AND OPERATE IMPROVEMENTS THEREON NECESSARY OR INCIDENT TO THE ACCOMPLISHMENT OF THE PURPOSES SET FORTH IN ARTICLE THIRD HEREOF, BUT SOLELY IN CONNECTION WITH A PROJECT ASSISTED UNDER SECTION 202 OF THE HOUSING ACT OF 1959, AS AMENDED (A "SECTION 202 PROJECT").

(II) TO BORROW MONEY AND ISSUE EVIDENCE OF INDEBTEDNESS IN FURTHERANCE OF ANY OR ALL OF THE OBJECTS OF ITS BUSINESS, AND TO SECURE THE SAME BY MORTGAGE, PLEDGE, OR OTHER LIEN ON THE PROPERTY OF THE CORPORATION.

(III) TO DO AND PERFORM ALL ACTS REASONABLY NECESSARY TO ACCOMPLISH THE PURPOSES OF THE CORPORATION, INCLUDING THE EXECUTION OF A REGULATORY AGREEMENT WITH THE SECRETARY OF HOUSING AND URBAN DEVELOPMENT, AND OF SUCH OTHER INSTRUMENTS AND UNDERTAKINGS AS MAY BE NECESSARY TO ENABLE THE CORPORATION TO SECURE THE BENEFITS OF CAPITAL ADVANCES AND PROJECT RENTAL ASSISTANCE UNDER SECTION 202. SUCH REGULATORY AGREEMENT AND OTHER INSTRUMENTS AND UNDERTAKINGS SHALL REMAIN BINDING UPON THE CORPORATION, ITS SUCCESSORS AND ASSIGNS, SO LONG AS A MORTGAGE ON THE PROPERTY OF THE CORPORATION IS HELD BY THE SECRETARY OF HOUSING AND URBAN DEVELOPMENT.

(IV) IN THE EVENT OF THE DISSOLUTION OF THE CORPORATION OR THE WINDING UP OF ITS AFFAIRS, OR OTHER LIQUIDATION OF ITS ASSETS, THE PROPERTY OF THE CORPORATION SHALL NOT BE CONVEYED TO ANY ORGANIZATION CREATED OR OPERATED FOR PROFIT OR TO ANY INDIVIDUAL, AND ALL ASSETS REMAINING AFTER THE PAYMENT OF THE CORPORATION'S DEBTS SHALL BE CONVEYED OR DISTRIBUTED ONLY TO AN ORGANIZATION OR ORGANIZATIONS CREATED AND OPERATED FOR NONPROFIT PURPOSES SIMILAR TO THOSE OF THE CORPORATION OTHER THAN ONE CREATED FOR RELIGIOUS PURPOSES: PROVIDED, HOWEVER, THAT THE CORPORATION SHALL AT ALL TIMES HAVE THE POWER TO CONVEY ANY OR ALL OF ITS PROPERTY TO THE SECRETARY OF HOUSING AND URBAN DEVELOPMENT.

(B) BY-LAWS OF THE CORPORATION MAYBE ADOPTED BY THE DIRECTORS AT ANY REGULAR MEETING OR ANY SPECIAL MEETING CALLED FOR THAT PURPOSE, SO LONG AS THEY ARE NOT INCONSISTENT WITH THE PROVISIONS OF THESE ARTICLES OR OF ANY REGULATORY AGREEMENT BETWEEN THE CORPORATION AND THE SECRETARY OF HOUSING AND URBAN DEVELOPMENT DESCRIBED IN SUBSECTION (A)(III) ABOVE.

(C) SO LONG AS A MORTGAGE ON THE PROPERTY OF THE CORPORATION IS HELD BY THE SECRETARY OF HOUSING AND URBAN DEVELOPMENT OR ANY USE AGREEMENT BETWEEN SAID SECRETARY AND THE CORPORATION REMAINS IN EFFECT, THESE ARTICLES MAY NOT BE AMENDED WITHOUT THE PRIOR WRITTEN APPROVAL OF THE SAID SECRETARY.

(D) THE INITIAL NUMBER OF DIRECTORS OF THE CORPORATION SHALL BE THREE (3). THE DIRECTORS, AND THE TERM FOR WHICH EACH WILL SERVE, ARE SET FORTH BELOW:

NAME: TERM:

MARJORIE E. JENSEN ONE (1) YEAR TERM

PAUL MURPHY ONE (1) YEAR TERM

ROBERT M. SABEL ONE (1) YEAR TERM

WHILE THE BOARD OF DIRECTORS OF THE CORPORATION INITIALLY SHALL CONSIST OF NOT LESS THAN THREE (3) PERSONS, PRIOR TO FUNDING OF ASSISTANCE UNDER A SECTION 202 PROJECT UNDERTAKEN BY THE CORPORATION, AND PURSUANT TO THE REQUIREMENTS OF SAID SECTION 202 PROJECT, THE NUMBER DIRECTORS OF THE CORPORATION SHALL BE INCREASED TO A MINIMUM OF SEVEN (7) AND A MAXIMUM OF FIFTEEN (15) PERSONS.

THE DIRECTORS SHALL SERVE WITHOUT COMPENSATION. THE DIRECTORS OF THE CORPORATION SHALL, AT ALL TIMES BE LIMITED TO INDIVIDUALS WHO ARE EITHER DIRECTORS OF CHURCH COMMUNITY HOUSING CORPORATION (“CCHC”), A RHODE ISLAND NONPROFIT CORPORATION THAT IS EXEMPT FROM TAX UNDER SECTION 501(C)(3) OF THE CODE, OR NON-DIRECTORS WHO HAVE THE APPROVAL OF THE BOARD OF DIRECTORS OF CCHC. IN THE EVENT THAT A DIRECTOR OF THE CORPORATION CEASES TO BE A DIRECTOR OF CCHC, OR IF THE AFORESAID APPROVAL IS WITHDRAWN, THEN, IN EITHER EVENT, SUCH SHALL CONSTITUTE AUTOMATIC RESIGNATION AS A DIRECTOR OF THE CORPORATION. FURTHER, THE DIRECTORS OF THE CORPORATION SHALL BE SELECTED IN SUCH MANNER, AS MORE FULLY SET FORTH IN THE BY-LAWS OF THE CORPORATION, AS TO ASSURE THAT THERE IS SIGNIFICANT REPRESENTATION OF THE VIEWS OF THE COMMUNITY IN WHICH IS LOCATED ANY SECTION 202 PROJECT TO BE UNDERTAKEN BY THE CORPORATION.

(E) THE OFFICERS OF THE CORPORATION AS PROVIDED BY THE BY-LAWS OF THE CORPORATION SHALL BE ELECTED BY THE DIRECTORS OF THE CORPORATION IN THE MANNER THEREIN SET OUT, AND SHALL SERVE UNTIL THEIR SUCCESSORS ARE

ELECTED AND HAVE QUALIFIED. THE DIRECTORS SHALL, IN THEIR CAPACITIES AS DIRECTORS OF THE CORPORATION, BE RESPONSIBLE FOR THE OPERATION OF ANY SECTION 202 PROJECT UNDERTAKEN BY THE CORPORATION. THE DIRECTORS SHALL ELECT THE REGULAR OFFICERS OF THE CORPORATION AT THE ANNUAL MEETING, FOR TERMS OF ONE YEAR. THE SECRETARY AND TREASURER MAY BE ONE AND THE SAME PERSON.

THE ANNUAL MEETING SHALL BE HELD EACH YEAR IN THE MONTH AND ON THE DAY AS DETERMINED BY THE BOARD OF DIRECTORS IN ACCORDANCE WITH THE BY-LAWS OF THE CORPORATION.

(F) THE CORPORATION SHALL HAVE NO MEMBERS.

ARTICLE V

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

No. and Street: 50 WASHINGTON SQUARE
City or Town: NEWPORT State: RI Zip: 02840

The name of its initial registered agent at such address is STEPHEN P OSTIGUY

ARTICLE VI

The number of directors constituting the initial Board of Directors of the Corporation is 3 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	MARJORIE E JENSEN	1724 CRANDALL ROAD TIVERTON, RI 02878 USA
DIRECTOR	PAUL MURPHY	598 MIDDLE ROAD PORTSMOUTH, RI 02871 USA
DIRECTOR	ROBERT M SABEL	50 WASHINGTON SQUARE NEWPORT, RI 02840 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
INCORPORATOR	STEPHEN P OSTIGUY	50 WASHINGTON SQUARE NEWPORT, RI 02840 USA

ARTICLE VIII

Date when corporate existence is to begin 11/10/2011
(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Signed this 10 Day of November, 2011 at 12:32:41 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.

STEPHEN P OSTIGUY

Form No. 200
Revised 09/07

© 2007 - 2011 State of Rhode Island and Providence Plantations
All Rights Reserved



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

