



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 Narragansett Historical Society

ARTICLE II

The period of its duration is Perpetual

ARTICLE III

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

Collecting and preserving historical information, artifacts and the like relating to the Town of Narragansett, Rhode Island, and the surrounding region, and to use all appropriate means to memorialize the history of the Town of Narragansett for the enrichment of future generations.

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:

(A) NO PART OF THE ASSETS OF THE CORPORATION AND NO PART OF ANY NET EARNINGS OF THE CORPORATION SHALL BE DIVIDED AMONG OR INURE TO THE BENEFIT OF ANY OFFICER OR DIRECTOR OF THE CORPORATION OR ANY PRIVATE INDIVIDUAL OR BE APPROPRIATED FOR ANY PURPOSES OTHER THAN THE PURPOSES OF THE CORPORATION AS HEREIN SET FORTH; AND NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL BE THE CARRYING ON OF PROPAGANDA, OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION EXCEPT TO THE EXTENT THAT THE CORPORATION MAKES EXPENDITURES FOR PURPOSES OF INFLUENCING LEGISLATION IN CONFORMITY WITH THE REQUIREMENTS OF SECTION 501(H) OF THE INTERNAL REVENUE CODE; AND THE CORPORATION SHALL NOT PARTICIPATE IN, OR INTERVENE IN (INCLUDING THE PUBLISHING OR DISTRIBUTING OF STATEMENTS), ANY POLITICAL CAMPAIGN ON BEHALF OF ANY CANDIDATE FOR PUBLIC OFFICE. IT IS INTENDED THAT THE CORPORATION SHALL BE ENTITLED TO EXEMPTION FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE AND SHALL NOT BE A PRIVATE FOUNDATION UNDER SECTION 509(A) OF THE INTERNAL REVENUE CODE.

(B) UPON THE LIQUIDATION OR DISSOLUTION OF THE CORPORATION, AFTER PAYMENT OF ALL OF THE LIABILITIES OF THE CORPORATION OR DUE PROVISION

THEREFOR, ALL OF THE ASSETS OF THE CORPORATION SHALL BE DISPOSED OF TO ONE OR MORE ORGANIZATIONS EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE.

(C) IN THE EVENT THAT THE CORPORATION IS A PRIVATE FOUNDATION AS THAT TERM IS DEFINED IN SECTION 509 OF THE INTERNAL REVENUE CODE, THEN NOTWITHSTANDING ANY OTHER PROVISIONS OF THE ARTICLES OF INCORPORATION OR BYLAWS OF THE CORPORATION, THE FOLLOWING PROVISIONS SHALL APPLY:

THE DIRECTORS SHALL DISTRIBUTE THE INCOME FOR EACH TAXABLE YEAR AT SUCH TIME AND IN SUCH MANNER AS NOT TO BECOME SUBJECT TO THE TAX ON UNDISTRIBUTED INCOME IMPOSED BY SECTION 4942 OF THE INTERNAL REVENUE CODE.

THE DIRECTORS SHALL NOT ENGAGE IN ANY ACT OF SELF DEALING AS DEFINED IN SECTION 4941(D) OF THE INTERNAL REVENUE CODE; NOR RETAIN ANY EXCESS BUSINESS HOLDINGS AS DEFINED IN SECTION 4943(C) OF THE INTERNAL REVENUE CODE; NOR MAKE ANY INVESTMENTS IN SUCH MANNER AS TO INCUR TAX LIABILITY UNDER SECTION 4944 OF THE INTERNAL REVENUE CODE; NOR MAKE ANY TAXABLE EXPENDITURES AS DEFINED IN SECTION 4945(D) OF THE INTERNAL REVENUE CODE.

(D) ALL REFERENCES HEREIN: (I) TO THE INTERNAL REVENUE CODE SHALL BE DEEMED TO REFER TO THE INTERNAL REVENUE CODE OF 1954, AS NOW IN FORCE OR HEREAFTER AMENDED; AND (II) TO PARTICULAR SECTIONS OF THE INTERNAL REVENUE CODE SHALL BE DEEMED TO REFER TO SIMILAR OR SUCCESSOR PROVISIONS HEREAFTER ADOPTED.

ARTICLE V

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

No. and Street: 14 EAST POND ROAD
City or Town: NARRAGANSETT State: RI Zip: 02882

The name of its initial registered agent at such address is SHIRLEY A. EASTHAM

ARTICLE VI

The number of directors constituting the initial Board of Directors of the Corporation is 6 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	SHIRLEY A EASTHAM	14 EAST POND ROAD NARRAGANSETT, RI 02882 USA
DIRECTOR	RAYMOND S KAGELS SR.	71 KENYON FARMS ROAD NARRAGANSETT, RI 02882 USA
DIRECTOR	KATHLEEN M KELLEHER	74 STRATHMORE STREET NARRAGANSETT, RI 02882 USA
DIRECTOR	JAMES A LAWRENCE	224 MULBERRY DRIVE WAKEFIELD, RI 02879 USA
DIRECTOR	RICHARD GJ VANGERMEERSCH	55 OSCEOLA AVENUE NARRAGANSETT, RI 02882 USA
DIRECTOR	DOUGLAS M VOGEL	58 LAFAYETTE STREET PAWTUCKET, RI 02860 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	RAYMOND S KAGELS SR.	71 KENYON FARMS ROAD NARRAGANSETT, RI 02882 USA

ARTICLE VIII

Date when corporate existence is to begin 05/15/2012
(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Signed this 15 Day of May, 2012 at 9:29:29 AM 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.
RAYMOND S. KAGELS

Form No. 200
Revised 09/07

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