

Filing Fee: \$50.00



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

NON-PROFIT CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

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Pursuant to the provisions of Section 7-6-74 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign non-profit corporation hereby applies for a Certificate of Authority to conduct affairs in the State of Rhode Island, and for that purpose submits the following statement:

- 1. The name of the corporation is Public Laboratory for Open Technology and Science
2. It is incorporated under the laws of Massachusetts
3. The date of its incorporation is 7/26/11
4. The address of its principal office is 3 Ames Street D, Cambridge, MA 02142
5. The address of its proposed registered office in Rhode Island is 35 Forest Street
Providence RI 02906 and the name of its proposed registered agent in Rhode Island at that address is Sara Wylie

6. The specific purpose or purposes which it proposes to pursue in conducting its affairs in Rhode Island are:
The Public Laboratory for Open Technology and Science (PLOTS) is a community which develops and applies open-source tools to environmental exploration and investigation. By democratizing inexpensive and accessible "Do-It-Yourself" techniques, Public Laboratory creates a collaborative network of practitioners who actively re-imagine the human relationship with the environment.
The core PLOTS program is focused on "civic science" in which we research open source hardware and software tools and methods to generate knowledge and share data about community environmental health. Our goal is to increase the ability of underserved communities to identify, redress, remediate, and create awareness and accountability around environmental concerns. PLOTS achieves this by providing online and offline training, education and support, and by focusing on locally-relevant outcomes that emphasize human capacity and understanding

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7. The names and respective addresses of its directors and officers are:

	<u>Name</u>	<u>Address</u>
Director	Eymund Diegel	439 Sackett St., Brooklyn, NY 11231
Director	Christine Walley	25 Vincent St., Cambridge, MA 02140
Director	Mikel Maron	4668 18th St., San Francisco, CA 94114
President	Shannon Dosemagen	1037B Poland, New Orleans, LA 70177
Vice President	Jeffrey Warren	
Treasurer	Sara Wylie	35 Forest St., Providence, RI 02906
Secretary	Jeffrey Warren	3 Ames St. D, Cambridge, MA 02142

8. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Under penalty of perjury, I declare and affirm that we have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: MARCH 9, 2012

Public Laboratory for Open Technology and Science, Inc.

Print Exact Name of Corporation Making Application

[Signature]  
Signature of  President or  Vice President (check one)

[Signature]  
Signature of  Secretary or  Assistant Secretary (check one)

LC

Examiner

LC

Name  
Approved

# The Commonwealth of Massachusetts

**William Francis Galvin**

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

## ARTICLES OF ORGANIZATION

(General Laws, Chapter 180)

### ARTICLE I

The exact name of the corporation is:

Public Laboratory for Open Technology and Science, Inc.

### ARTICLE II

The purpose of the corporation is to engage in the following activities:

- (1) to promote "civic science" in order to develop, produce and organize open source hardware and software tools for communities to investigate, generate and share data about threats to their environment and health;
- (2) to generate environmental knowledge and tools for discovery of overall community environmental health;
- (3) to develop do-it-yourself techniques to gather and document information about our environment;
- (4) to gather and document information about our environment;
- (5) to increase the ability of communities to identify, redress, remediate and create awareness and accountability around environmental concerns;
- (6) to engage in any and all lawful activities incidental or related to the foregoing purposes, except as restricted herein or provided by law.

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SECRETARY OF THE COMMONWEALTH  
CORPORATIONS DIVISION

C	<input type="checkbox"/>
P	<input type="checkbox"/>
M	<input type="checkbox"/>
R.A.	<input type="checkbox"/>

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P.C.

*Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.*

### ARTICLE III

A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualification and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

The Corporation shall have no members. No person now or hereafter designated by the Corporation as a "member" for any purpose shall be or deemed to be a member for the purposes of the articles of organization or bylaws of the Corporation or for purposes of Massachusetts General Laws Chapter 180, as amended, or any other law, rule or regulation. Any action or vote required or permitted by Chapter 180, as amended, or any other law, rule or regulation to be taken by members shall be taken by action or vote of the same percentage of the board of directors of the Corporation.

### ARTICLE IV

**\*\*Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:**

(a) In addition to the powers granted to the Corporation by Massachusetts General Laws, Chapter 180, the Corporation shall have and may exercise in furtherance of its corporate purposes each of the powers specified in Section 9A of Massachusetts General Laws Chapter 156B.

(b) No part of the 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, except that such reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes. Such net earnings, if any, of this Corporation shall be used to carry out the nonprofit corporate purposes set forth in Article II.

See Continuation Sheet IV(A).

### ARTICLE V

The by-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers, whose names are set out on the following page, have been duly elected.

**\*\*If there are no provisions, state "None".**

**Note: The preceding four (4) articles are considered to be permanent and may only be changed by filing appropriate Articles of Amendment.**

**ARTICLE VI**

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing.

**ARTICLE VII**

The information contained in Article VII is not a permanent part of the Articles of Organization.

a. The street address (post office boxes are not acceptable) of the principal office of the corporation *in Massachusetts* is:

c/o Jeffrey Warren, 3 Ames Street D, Cambridge, MA 02139

b. The name, residential address and post office address of each director and officer of the corporation is as follows:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	Shannon Dosemagen	3820 Dauphine Street, New Orleans, LA 70117	
Treasurer:	Sara Wylie	915 Quincy Street NW, Washington, DC 20011	
Clerk:	Jeffrey Warren	3 Ames Street D, Cambridge, MA 02139	
Directors: (or officers having the powers of directors)	Mikel Maron	4668 18th Street, San Francisco, CA 94114	
	Christine Walley	25 Vincent Street, Cambridge, MA 02140	
	Eymund Diegel	439 Sackett Street, Brooklyn, NY 11231	

c. The fiscal year of the corporation shall end on the last day of the month of: June

d. The name and business address of the resident agent, if any, of the corporation is:

N/A

I/We, the below signed incorporator(s), do hereby certify under the pains and penalties of perjury that I/we have not been convicted of any crimes relating to alcohol or gaming within the past ten years. I/We do hereby further certify that to the best of my/our knowledge the above-named officers have not been similarly convicted. If so convicted, explain.

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address(es) are clearly typed or printed beneath each signature, do hereby associate with the intention of forming this corporation under the provisions of General Laws, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 26<sup>th</sup> day of July, 20 11.

Shannon Dosemagen

Shannon Dosemagen, President

3820 Dauphine Street, New Orleans, LA 70117

Note: If an existing corporation is acting as incorporator, type in the exact name of the corporation, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said corporation and the title he/she holds or other authority by which such action is taken.

# The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

## Attachment Sheet

### Continuation Sheet IV(A)

(c) No officer or director shall be personally liable to the Corporation for monetary damages for any breach of fiduciary duty by such officer or director as an officer or director notwithstanding any provision of law imposing such liability, except that, to the extent provided by applicable law, this provision shall not eliminate or limit the liability of an officer or director (i) for any breach of the officer's or director's duty of loyalty to the Corporation, (ii) for acts of omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (iii) for any transaction from which the officer or director derived an improper personal benefit. No amendment or repeal of this provision shall deprive an officer or director of the benefit hereof with respect to any act or omission occurring prior to such amendment or repeal.

(d) No officer, director or employee of this organization shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the officers, directors or employees be subject to the payment of the debts or obligations of this Corporation.

(e) The Corporation is organized exclusively for educational, charitable or religious purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code. All powers of the Corporation shall be exercised only in such manner as will assure the operation of the Corporation exclusively for educational, charitable or religious purposes. All purposes and powers herein provided shall be interpreted and exercised consistently with the intention that the Corporation shall be exempt from federal income tax pursuant to Section 501(c)(3) of the Internal Revenue Code and that contributions to it shall be deductible pursuant to Section 170(c)(2) of the Internal Revenue Code.

(f) No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, or any ballot initiative or referendum before the public (except as provided in Section 501 (h) of the Code). The Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office. It is intended that the Corporation shall be entitled to qualify for exemption from federal income tax under Section 501(c)(3) of the Code, and shall not be a private foundation under Section 509(a) of the Code.

(g) Except as may otherwise be required by law, the Corporation may at any time authorize a petition for its dissolution to be filed with the Supreme Judicial Court of the Commonwealth of Massachusetts by affirmative vote of a majority of the directors of the Corporation then in office; provided, however, that in the event of any liquidation, dissolution, termination or winding up of the Corporation (whether voluntary, involuntary or by operation of law), the property or assets of the Corporation remaining after providing for the payment of its debt and obligations shall be conveyed, transferred, distributed and set over outright to one or more educational or charitable institutions or organizations, created and organized for nonprofit purposes similar to those of the Corporation, which qualify as exempt from income tax under Section 501(c)(3) of the Code, or any future federal tax code, as a majority of the total authorized number of the directors of the Corporation may by vote designate and in such proportions and in such manner as may be determined in such vote; provided further, however, that the Corporation's property may be applied to charitable or educational purposes in accordance with the doctrine of cy pres in all respects as a court having jurisdiction may direct.

(h) The directors of the Corporation may make, amend or repeal the bylaws in whole or in part.

(i) The bylaws may provide for the indemnification of directors, officers, employees and agents, by whomever elected or appointed, to the full extent permitted by law.

(j) References in these Articles of Organization to a specific article, section or subsection of the Massachusetts General Law or any other statute expressly referenced herein shall, unless otherwise specified, include any amendments to or successor provisions of such article, section or subsection.

SECRETARY OF THE  
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THE COMMONWEALTH OF MASSACHUSETTS

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ARTICLES OF ORGANIZATION  
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CORPORATIONS DIVISION

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SECRETARY OF THE COMMONWEALTH  
CORPORATIONS DIVISION

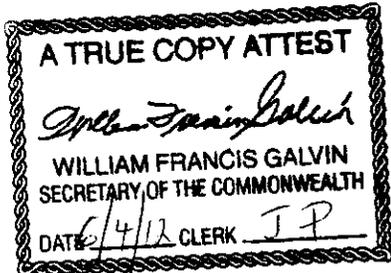
I hereby certify that, upon examination of these Articles of Organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$ 35.00 having been paid, said articles are deemed to have been filed with me this 26th day of July 20 11.

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Effective date: \_\_\_\_\_

*William Francis Galvin*

WILLIAM FRANCIS GALVIN  
*Secretary of the Commonwealth*



TO BE FILLED IN BY CORPORATION  
Contact information:

Public Laboratory for Open Technology and Science, Inc.

P.O. Box 426113

Cambridge, MA 02142

Telephone: 504-358-0647

Email: shannon@publiclaboratory.org

A copy this filing will be available on-line at [www.state.ma.us/sec/cor](http://www.state.ma.us/sec/cor) once the document is filed.