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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

2012 JUL 12 PM 1:45
SECRETARY OF STATE
CORPORATIONS DIV

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 East Bay Bulldogs Baseball Club

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 organized as an amateur youth baseball club exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provisions of any future United States Internal Revenue Law. The Corporation may engage in any lawful activity incidental or reasonably related to any of the foregoing purposes, and may exercise all powers now or hereafter available to corporations under the Nonprofit Corporation Act.

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:

See Exhibit "A" attached hereto and made a part hereof.

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5. The address of the initial registered office of the corporation is:

34 Brook Farm Drive

(Street Address, not P.O. Box)

Bristol

(City/Town)

RI 02809

(Zip Code)

and the name of its initial registered agent at

such address is Jonathan Burke

(Name of Agent)

6. The number of directors constituting the initial Board of Directors of the Corporation is three (3)

(not less than 3 directors)

and the names and address of the persons who are to serve as the initial directors are:

<i>Name</i>	<i>Address</i>
<u>Jonathan Burke</u>	<u>34 Brook Farm Drive, Bristol, RI 02809</u>
<u>John Burke</u>	<u>8 Bayview Ave, Bristol, RI 02809</u>
<u>Robert Bretz</u>	<u>Beach Road, Bristol, RI 02809</u>

7. The name and address of each incorporator is:

<i>Name</i>	<i>Address</i>
<u>Jonathan Burke</u>	<u>34 Brook Farm Drive, Bristol, RI 02809</u>

8. These Articles of Incorporation shall be effective upon filing unless a specified date is provided which shall be no later than the 30th day after the date of this filing _____

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: 5/16/12

Jonathan Burke

Signature of each Incorporator

EXHIBIT A

- A. The Corporation shall have no members.
- B. The affairs of this corporation shall be managed by a board of at least three (3) directors. The bylaws shall provide for officers of the corporation which shall include, but not be limited to, a President, Vice President, Secretary and Vice President and Treasurer. The number of directors and officers, as well as the manner in which they shall be nominated and elected, shall be provided in the bylaws of the corporation.
- C. In all events and under all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution, or winding up of this corporation, voluntary or involuntary or by operation of law,
- (a) This corporation shall not have or exercise any power of authority either expressly or by interpretation or operation of law, nor shall it directly or indirectly engage in any activity, that would prevent it from qualifying (and continuing to qualify) as a corporation described in Section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), contributions to which are deductible for federal income tax purposes.
- (b) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its incorporators, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes Set forth in Article III hereof.
- (c) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation; nor shall it in any

manner or to any extent participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

(d) Neither the whole, nor any part of portion, of the assets or net earnings of this corporation shall be used, nor shall this corporation ever be organized or operated, for objects or purposes other than those set out in Article III hereof.

D. Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of the remaining assets of the corporation exclusively for the purposes set out in Article III hereof or, alternatively, after making such provision for all liabilities, the Board of Directors shall dispose of all the remaining assets to an organization or organizations which shall at the time operate exclusively for charitable or educational purposes and qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law.) Any of such assets not so disposed of by the Board of Directors shall be disposed of by the United States District Court for the State of Rhode Island exclusively for such purposes or to such exempt organization or organizations.



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

