



**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 North Kingsrtown Foundation

**ARTICLE II**

The period of its duration is  Perpetual

**ARTICLE III**

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

The Corporation is organized exclusively for charitable, educational and/or scientific purposes, as those terms are defined in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended to date, or the corresponding provision of any future federal tax law. The purposes for which the Corporation is organized are:

A. To raise and distribute funds to support educational initiatives and programs of the North Kingstown public school system as determined from time to time by the Foundation Board of Directors;

B. To connect the needs of the North Kingstown public schools to the resources made available by the local business community;

C. To enhance educational opportunities in the community through collaboration between the North Kingstown public schools and the business community;

D. To carry on such other activities as shall be consistent with the Corporation's 501(c)(3) nonprofit purposes and as conferred upon non-profit corporations by the State of RI.

E. In furtherance of the stated charitable and educational purposes of the Corporation, the Corporation is authorized to receive and maintain a fund or funds, to invest and reinvest such fund or funds, and to apply the income and principal of any funds received by the Corporation to advance the non-profit goals of the Corporation as set forth herein.

**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:

NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO ITS DIRECTORS, TRUSTEES, 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 THE PURPOSES CLAUSE HEREOF.

NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL BE THE

CARRYING ON OF PROPAGANDA, OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION, AND THE CORPORATION SHALL NOT PARTICIPATE IN, OR INTERVENE (INCLUDING THE PUBLISHING OR DISTRIBUTION OF STATEMENTS) ANY POLITICAL CAMPAIGN ON BEHALF OF ANY CANDIDATE FOR PUBLIC OFFICE.

NOTWITHSTANDING ANY OTHER PROVISIONS OF THESE ARTICLES, THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON:

A. BY AN ORGANIZATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501 (C)(3) OF THE INTERNAL REVENUE CODE, AS AMENDED, OR THE CORRESPONDING PROVISION OF ANY PRIOR OR FUTURE FEDERAL TAX CODE, OR

B. BY AN ORGANIZATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE INTERNAL REVENUE CODE, AS AMENDED, OR THE CORRESPONDING PROVISION OF ANY PRIOR OR FUTURE FEDERAL TAX CODE.

THE NORTH KINGSTOWN FOUNDATION IS ORGANIZED AND WILL BE OPERATED EXCLUSIVELY FOR THE BENEFIT OF, AND TO PERFORM THE FUNCTIONS AND TO CARRY OUT CERTAIN EDUCATIONAL PURPOSES (AS MEANT AND WITHIN THE MEANING OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1986, AS AMENDED) OF THE TOWN OF NORTH KINGSTOWN AND IT'S SCHOOL DEPARTMENT, IT'S BUSINESSES AND THEIR EMPLOYEES AND THEIR RESIDENTS.

THE BOARD OF DIRECTORS SHALL HAVE SUPERVISION, CONTROL AND DIRECTION OF THE AFFAIRS OF THE CORPORATION, SHALL DETERMINE ITS POLICIES WITHIN THE LIMIT OF THESE ARTICLES AND THE BYLAWS OF THE CORPORATION, SHALL ACTIVELY PROSECUTE ITS OBJECTIVES, AND SHALL HAVE DISCRETION IN THE DISTRIBUTION OF ITS FUNDS. IT MAY ADOPT SUCH RULES AND REGULATIONS FOR THE CONDUCT OF ITS BUSINESS AS SHALL BE DEEMED ADVISABLE AND MAY, IN THE EXECUTION OF ITS POWERS, APPOINT SUCH AGENTS AS IT MAY CONSIDER NECESSARY.

ALL PROPERTY OF THIS CORPORATION, AND ACCUMULATIONS THEREOF, SHALL BE HELD AND ADMINISTERED TO EFFECTUATE ITS CHARITABLE NON-PROFIT PURPOSES.

IN THE EVENT OF DISSOLUTION OF THE CORPORATION, THE BOARD OF DIRECTORS SHALL AUTHORIZE THE PAYMENT OF ALL INDEBTEDNESS OF THE CORPORATION, INCLUDING ACCRUALS; AUTHORIZE PAYMENT OF REASONABLE SEPARATION PAY FOR THE CORPORATION'S EMPLOYEES, IF ANY; AND ARRANGE FOR THE TRANSFER OF THE REMAINING ASSETS OF THE CORPORATION TO THE NORTH KINGSTOWN PUBLIC SCHOOL SYSTEM, EXCLUSIVELY FOR PUBLIC PURPOSE; PROVIDED HOWEVER, THAT IN NO WAY SHALL SUCH DISTRIBUTION INURE TO THE FINANCIAL OR PRIVATE BENEFIT OF ANY ELECTED OFFICER, DIRECTOR, TRUSTEE OR CONTRIBUTOR.

#### ARTICLE V

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

No. and Street: 24 EDEN COURT

City or Town: NORTH KINGSTOWN

State: RI

Zip: 02852

The name of its initial registered agent at such address is KIMBERLY ANN PAGE

#### ARTICLE VI

The number of directors constituting the initial Board of Directors of the Corporation is 4 and the names and addresses of the persons who are to serve as the initial directors are:

Title	Individual Name	Address
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	First, Middle, Last, Suffix	Address, City or Town, State, Zip Code, Country
DIRECTOR	BARBARA JACKSON	50 PLEASANT STREET NORTH KINGSTOWN, RI 02852 USA
DIRECTOR	PHILIP AUGER	340 TEN ROD ROAD NORTH KINGSTOWN, RI 02852 USA
DIRECTOR	MARY KING	100 FAIRWAY DRIVE NORTH KINGSTOWN, RI 02852 USA
DIRECTOR	MICHAEL EMBURY	15 POLO SAUNDERSTOWN, RI 02852 USA

#### ARTICLE VII

The name and address of the each incorporator is:

Title	Individual Name	Address
	First, Middle, Last, Suffix	Address, City or Town, State, Zip Code, Country
INCORPORATOR	KIMBERLY ANN PAGE	24 EDEN COURT NORTH KINGSTOWN, RI 02852 USA

#### ARTICLE VIII

Date when corporate existence is to begin 10/31/2012

(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

**Signed this 26 Day of October, 2012 at 12:56:27 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 signature(s) below.**

KIMBERLY ANN PAGE

Form No. 200  
Revised 09/07

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# 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*

