



**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 Solar Sister Tanzania, Inc.

ARTICLE II

The period of its duration is X Perpetual

ARTICLE III

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

(A) To benefit, carry out the purposes of and to perform the functions of Solar Sister, Inc., a Rhode Island non-profit corporation and an organization described under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"); and (B) to participate in any other related activities permitted under Chapter 7-6 of the General Laws of Rhode Island, 1956, as amended (the "Act").

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 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 RENDERED AND TO MAKE PAYMENTS AND DISBURSEMENTS IN FURTHERANCE OF THE PURPOSE CLAUSE HEREOF.

B. NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL CONSTITUTE THE CARRYING ON OF PROPAGANDA OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION, OR ANY INITIATIVE OR REFERENDUM BEFORE THE PUBLIC, AND THE CORPORATION SHALL NOT PARTICIPATE IN, OR INTERVENE IN (INCLUDING BY PUBLICATION OR DISTRIBUTION OF STATEMENTS), ANY POLITICAL CAMPAIGN ON BEHALF OF, OR IN OPPOSITION TO, ANY CANDIDATE FOR PUBLIC OFFICE.

C. NOTWITHSTANDING ANY OTHER PROVISIONS OF THIS DOCUMENT, THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON: (I) BY AN ORGANIZATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE CODE; OR (II) BY AN ORGANIZATION,

CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE CODE.

D. MEMBERS OF THE INITIAL BOARD OF DIRECTORS SHALL SERVE UNTIL THE FIRST ANNUAL MEETING, AT WHICH THEIR SUCCESSORS ARE DULY ELECTED AND QUALIFIED, OR REMOVED AS PROVIDED IN THE BYLAWS.

E. TO THE FULLEST EXTENT PERMITTED BY LAW, A DIRECTOR OF THE CORPORATION SHALL NOT BE PERSONALLY LIABLE TO THE CORPORATION FOR MONETARY DAMAGES FOR ANY BREACH OF FIDUCIARY DUTY AS A DIRECTOR. NO AMENDMENT TO, MODIFICATION OF OR REPEAL OF THIS SECTION SHALL APPLY TO OR HAVE ANY EFFECT ON THE LIABILITY OR ALLEGED LIABILITY OF ANY DIRECTOR OF THE CORPORATION FOR OR WITH RESPECT TO ANY ACTS OR OMISSIONS OF SUCH DIRECTOR OCCURRING PRIOR TO SUCH AMENDMENT.

F. UPON THE DISSOLUTION OF THE CORPORATION, ALL OF THE REMAINING ASSETS AND PROPERTY OF THE CORPORATION SHALL, AFTER PAYMENT OF OR DUE PROVISION FOR ALL NECESSARY EXPENSES AND LIABILITIES THEREOF, BE DISTRIBUTED TO SOLAR SISTER, INC., A RHODE ISLAND NON-PROFIT CORPORATION AND AN ORGANIZATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501 (A) OF THE CODE AS AN ORGANIZATION DESCRIBED IN SECTION 501(C)(3) OF THE CODE (“SOLAR SISTER”); PROVIDED, IF AT THE TIME OF SUCH DISTRIBUTION SOLAR SISTER IS NOT EXEMPT UNDER SECTION 501(A) OF THE CODE AS AN ORGANIZATION DESCRIBED UNDER SECTION 501(C)(3) OF THE CODE, THEN TO ONE OR MORE SUCH CHARITABLE, SCIENTIFIC OR EDUCATIONAL ORGANIZATIONS AS ARE THEN IN EXISTENCE AND EXEMPT FROM FEDERAL INCOME TAXATION UNDER SECTION 501 (A) OF THE CODE AS AN ORGANIZATION DESCRIBED IN SECTION 501(C)(3) OF THE CODE FOR USE IN FURTHERANCE OF PURPOSES WHICH ARE SUBSTANTIALLY SIMILAR TO THE PURPOSES OF THE CORPORATION, OR TO THE FEDERAL, STATE AND/OR LOCAL GOVERNMENTS FOR A RELATED PUBLIC PURPOSE, IN SUCH PROPORTIONS AS THE DIRECTORS OF THE CORPORATION SHALL DETERMINE. ANY ASSETS NOT SO DISPOSED OF SHALL BE DISPOSED OF BY A COURT OF COMPETENT JURISDICTION OF THE COUNTY IN WHICH THE PRINCIPAL OFFICE OF THE CORPORATION IS THEN LOCATED, EXCLUSIVELY FOR SUCH PURPOSES OR TO SUCH ORGANIZATION OR ORGANIZATIONS, AS SAID COURT SHALL DETERMINE, WHICH ARE DESCRIBED IN SECTION 501(C)(3) OF THE CODE AND ARE ORGANIZED AND OPERATED EXCLUSIVELY FOR PURPOSES WHICH BEST PROMOTE THE PURPOSES OF THE CORPORATION.

ARTICLE V

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

No. and Street: 15 CHURCH STREET
City or Town: BRISTOL State: RI Zip: 02809

The name of its initial registered agent at such address is KATHERINE LUCEY

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	Address
	First, Middle, Last, Suffix	Address, City or Town, State, Zip Code, Country

DIRECTOR	KATHERINE LUCEY	15 CHURCH STREET BRISTOL, RI 02809 USA
DIRECTOR	GINA PORTO SPIRO	3256 VAN HAZEN STREET, NW WASHINGTON, DC 20015 USA
DIRECTOR	DAVID OCONNOR	15 CHURCH STREET BRISSTOL, RI 02809 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	JOEL C. RUSH	500 NORTH CAPITOL STREET, NW WASHINGTONO, DC 20001 USA

ARTICLE VIII

Date when corporate existence is to begin 07/30/2013

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

Signed this 30 Day of July, 2013 at 11:08:36 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 signature(s) below.

JOEL C. RUSH

Form No. 200
Revised 09/07

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