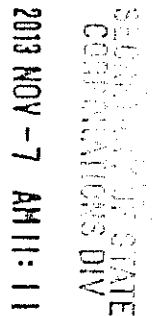


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A. A. 11:11 A.m.

Rhode Island Mayoral Academy Blackstone Valley
Articles of Incorporation

ARTICLE 4.

A. No part of the net earnings of the corporation shall inure to the benefit of any private shareholder or individual.

B. Each member of the board of directors must be resident in or otherwise represent one of the cities of Central Falls or Pawtucket or the towns of Cumberland or Lincoln. The board of directors shall be chaired by a mayor of Central Falls, Cumberland, or Pawtucket or the elected town administrator of Lincoln.

C. The provisions of this Article 4.C shall apply so long as the recognition of Rhode Island Mayoral Academies as an organization described in section 501(c)(3) of the Internal Revenue Code has not been revoked by the Internal Revenue Service and for such longer period as Rhode Island Mayoral Academies may be contesting such revocation pursuant to section 7428 or seeking retroactive reinstatement pursuant to section 6033(j)(3); provided, however, that no part of the net earnings of the corporation shall be distributed to or otherwise inure to the benefit of Rhode Island Mayoral Academies after revocation of the recognition of Rhode Island Mayoral Academies until such time as such recognition has been reinstated.

1. Upon dissolution, the net assets of the corporation shall be distributed to Rhode Island Mayoral Academies.

D. Except as provided in Article 4.C, upon dissolution, the net assets of the corporation shall be distributed to one or more educational or charitable organizations described in section 501(c)(3) or state or local governmental organizations having aims similar to those of the corporation.

E. The term "Mayoral Academy" is a service mark of Rhode Island Mayoral Academies and is used with permission.

F. Rhode Island Mayoral AcademySM Blackstone Valley shall admit students of any race, color, national origin, and ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students at the Mayoral AcademySM. The corporation shall not discriminate on the basis of race, color, national origin, or ethnic origin in the administration of its educational policies, admission policies, scholarship and loan programs, and athletic and other school-administered programs. The requirements of this Article 4.F shall be incorporated into each contract the corporation enters into with any party for the management or operation of the Mayoral AcademySM.

3. The amendment was adopted in the following manner:

(check one box only)

- ☒ The amendment was adopted at a meeting of the members held on August 14, 2013, at which meeting a quorum was present, and the amendment received at least a majority of the votes which members present or represented by proxy at such meeting were entitled to cast.
- ☐ The amendment was adopted by a consent in writing on _____, signed by all members entitled to vote with respect thereto.
- ☐ The amendment was adopted at a meeting of the Board of Directors held on _____ and received the vote of a majority of the directors in office, there being no members entitled to vote with respect thereto.

4. Date when amendment is to become effective up filing.
(not prior to, nor more than 30 days after, the filing of these Articles of Amendment)

Under penalty of perjury, we declare and affirm that we have examined these Articles of Amendment to the Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 11/6/2013

Rhode Island Mayoral Academy(sm) Blackstone Valley

Print Corporate Name

By

☒ President or ☐ Vice President (check one)

AND

By

☒ Secretary or ☐ Assistant Secretary (check one)



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. RALPH MOLLIS

Secretary of State

