



**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 3heARTS Productions, 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:

Article III: The specific purposes for which the corporation is organized is as follows:

3heARTS Productions, Inc. is organized and operated exclusively for educational, charitable, and/or religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or to any corresponding provision of any future federal tax law, as follows: a theatre production company that performs for charities and donate proceeds to charities.

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:

ARTICLE IV: PROVISIONS, IF ANY, NOT INCONSISTENT WITH 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 ANY TRUSTEE, DIRECTOR, OR OFFICER OF THE CORPORATION, OR ANY PRIVATE INDIVIDUAL (EXCEPT THAT REASONABLE COMPENSATION MAY BE PAID FOR SERVICES RENDERED TO OR FOR THE CORPORATION), AND NO TRUSTEE, DIRECTOR OR OFFICER SHALL BE ENTITLED TO SHARE IN THE DISTRIBUTION OF ANY OF THE CORPORATE ASSETS UPON DISSOLUTION OF THE CORPORATION. NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL CONSIST OF CARRYING ON PROPAGANDA, OR OTHERWISE ATTEMPTING, TO INFLUENCE LEGISLATION (EXCEPT AS OTHERWISE PROVIDED BY SECTION 501(H) OF THE CODE), OR PARTICIPATING IN, OR INTERVENING IN (INCLUDING THE PUBLICATION OR DISTRIBUTION OF STATEMENTS), ANY POLITICAL CAMPAIGN ON BEHALF OF OR IN OPPOSITION TO ANY CANDIDATE FOR PUBLIC OFFICE.

B) NOTWITHSTANDING ANY OTHER PROVISION HEREOF, THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON (I) BY A CORPORATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE CODE (OR CORRESPONDING PROVISION OF ANY FUTURE FEDERAL TAX CODE) OR (II) BY A CORPORATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE CODE (OR CORRESPONDING PROVISION OF ANY FUTURE FEDERAL TAX CODE).

C) UPON TERMINATION, DISSOLUTION OR FINAL LIQUIDATION OF THE CORPORATION IN ANY MANNER AND FOR ANY REASON, THE BOARD OF DIRECTORS SHALL FIRST PAY OR PROVIDE FOR THE PAYMENT OF ALL LIABILITIES OF THE CORPORATION; ALL REMAINING ASSETS SHALL BE DISTRIBUTED FOR ONE OR MORE EXEMPT PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE CODE (OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE), OR SHALL BE DISTRIBUTED TO THE FEDERAL GOVERNMENT, OR TO STATE OR LOCAL GOVERNMENT, FOR A PUBLIC PURPOSE.

ARTICLE V

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

No. and Street: 16B GOODING AVENUE
City or Town: BRISTOL State: RI Zip: 02809

The name of its initial registered agent at such address is ELIZABETH M. TANNER, ESQ.

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 First, Middle, Last, Suffix | Address Address, City or Town, State, Zip Code, Country |
|----------|--|--|
| DIRECTOR | KIMBERLY SUTCLIFFE | 110 GOLDFINCH DRIVE COVENTRY, RI 02816 USA |
| DIRECTOR | SHANNON MCLOUD | 21 LOMBARDI WAY WEST WARWICK, RI 02893 USA |
| DIRECTOR | SANDRA SUTCLIFFE | 400 NORTH ROAD HOPE, RI 02831 USA |
| DIRECTOR | AMY BROWN | 1 GREAT MEADOWS LANE LINCOLN, RI 02865 USA |

ARTICLE VII

The name and address of the incorporator is:

| Title | Individual Name First, Middle, Last, Suffix | Address Address, City or Town, State, Zip Code, Country |
|--------------|--|--|
| INCORPORATOR | KIMBERLY SUTCLIFFE | 110 GOLDFINCH DRIVE #123 COVENTRY, RI 02816 USA |

ARTICLE VIII

Date when corporate existence is to begin

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

Signed this 14 Day of February, 2014 at 9:22:19 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.

KIMBERLY SUTCLIFFE

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. RALPH MOLLIS

Secretary of State

