



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 Nutmeg Animal Welfare, Inc.

ARTICLE II

The period of its duration is Perpetual

ARTICLE III

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

Exclusively for the purpose of preventing cruelty to animals, by providing assistance to animals in need, within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. To provide assistance, the Corporation will conduct campaigns to raise public awareness of animal welfare needs and serve as an outlet for channeling resources to animals; identify and recruit individuals, groups, and organizations interested in volunteering their time or resources, monetary or otherwise, to the Corporation cause; identify opportunities to provide relief to needy animals around the world; with funds acquired, purchase basic relief materials for distributions directly to needy animals.

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 DIRECTOR SHALL BE PERSONALLY LIABLE TO THE CORPORATION FOR MONETARY DAMAGES FOR BREACH OF FIDUCIARY DUTY AS DIRECTOR, NOTWITHSTANDING ANY PROVISION OF LAW IMPOSING SUCH LIABILITY; PROVIDED, HOWEVER, THAT THE FOREGOING SHALL NOT ELIMINATE OR LIMIT THE LIABILITY OF AN OFFICER OR DIRECTOR TO THE EXTENT THAT SUCH LIABILITY IS IMPOSED BY APPLICABLE LAW: (A) FOR ANY BREACH OF THE DIRECTOR'S DUTY OR LOYALTY TO THE CORPORATION OR ITS MEMBERS; (B) FOR ACTS OR OMISSIONS NOT IN GOOD FAITH OR WHICH INVOLVE INTENTIONAL MISCONDUCT OR A KNOWING VIOLATION OF LAW; OR (C) FOR ANY TRANSACTION FROM WHICH THE DIRECTOR DERIVED AN IMPROPER PERSONAL BENEFIT, AND ALSO INCLUDING ANY PROVISION WHICH UNDER CHAPTER 7-6 OF THE GENERAL LAWS OF RHODE ISLAND

IS REQUIRED OR PERMITTED TO BE SET FORTH IN THE BYLAWS. UPON THE DISSOLUTION OF THIS CORPORATION, ASSETS SHALL BE DISTRIBUTED FOR ONE OR MORE EXEMPT PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE, OR SHALL BE DISTRIBUTED TO THE FEDERAL GOVERNMENT, OR TO A STATE OR LOCAL GOVERNMENT, FOR A PUBLIC PURPOSE. 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 ORGANIZED AND OPERATED EXCLUSIVELY FOR SUCH PURPOSES.

ARTICLE V

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

No. and Street: 3 BICENTENNIAL WAY
 City or Town: NORTH PROVIDENCE State: RI Zip: 02911

The name of its initial registered agent at such address is ERIK SCALAVINO

ARTICLE VI

The number of directors constituting the initial Board of Directors of the Corporation is 5 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 | ERIK SCALAVINO | 3 BICENTENNIAL WAY NORTH PROVIDENCE, RI 02911 USA |
| DIRECTOR | GARY SMITH | 715 MADISON STREET FALL RIVER, MA 02720 USA |
| DIRECTOR | PATTY CAMPBELL | 1813 N. GLEBE ROAD ARLINGTON, VA 22207 USA |
| DIRECTOR | ALOHA MCBRIDE | 18860 RIDGEBACK COURT LANSLOWNE, VA 20176 USA |
| DIRECTOR | MARY PAOLETTI | 307 STONEHENGE DRIVE SUFFOLK, VA 23434 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 | ERIK SCALAVINO | 3 BICENTENNIAL WAY NORTH PROVIDENCE, RI 02911 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 May, 2014 at 5:32:44 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.

ERIK SCALAVINO

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

