

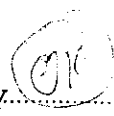
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State of Rhode Island and Providence Plantations  
NON-PROFIT CORPORATION

106

ORIGINAL ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a corporation under Chapter 7-6 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is...The...Limelight...Theatre...Company...

SECOND: The period of its duration (if perpetual, so state)...Perpetual.....

THIRD: The purpose or purposes for which the corporation is organized are: To discover, promote, develop and encourage dramatic and musical talent among the members of said corporation and the general public through a program of education including lectures, classes, awards, scholarships, and the presentation of theatrical and musical productions. (2) To unite for their respective educational, cultural, and intellectual improvement, and enlightenment, persons who are interested in participating in those activities, works and crafts.

FOURTH: Provisions (if any) for the regulation of the internal affairs of the corporation, including provisions for the distribution of assets on dissolution or final liquidation, are: Provisions for the regulation (Note 1) of the internal affairs of the corporation shall be as set forth in the bylaws. Any and all assets of said corporation are irrevocably dedicated to only educational, charitable, religious and/or scientific purposes; and no part of its net earning or assets shall inure to the benefit of any member, officer or director thereof, or any other person or individual. Upon the winding up and the dissolution of said corporation, after paying or adequately providing for the debts and obligations of said corporation, the remaining assets shall be distributed to a nonprofit fund, foundation, organization or corporation which is organized and operated exclusively for charitable, educational, religious or scientific purposes and which has established its tax exempt status under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the directors of said corporation shall determine.

FIFTH: The address of the initial registered office of the corporation is.....

432 Fairmount Street, Woonsocket, RI 02895 (add Zip Code),

and the name of its initial registered agent at such address is: John J. Beattie Jr.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is three, and the names and addresses of the persons who are to serve as the initial directors are:

Name	Address
John J Beattie Jr.	432 Fairmount Street, Woonsocket, RI 02895
Suzanne C Beattie	432 Fairmount Street, Woonsocket, RI 02895
Debra M Chartier	223 Park Avenue, Woonsocket, RI 02895

SEVENTH: The name and address of each incorporator is:

Name	Address
John J Beattie Jr.	432 Fairmount Street, Woonsocket, RI 02895
Suzanne C Beattie	432 Fairmount Street, Woonsocket, RI 02895
Debra M Chartier	223 Park Avenue, Woonsocket, RI 02895

EIGHTH: Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation): September 1, 1989

Dated August 18, 1989

John J. Beattie Jr.  
 Suzanne C Beattie  
 Debra M Chartier  
 Incorporator(s)

NOTE: 1. If no provision for the regulation of the internal affairs of the corporation or for the distribution of assets on dissolution or final liquidation are to be set forth, insert "None." In an appropriate case provisions relating to members, their qualifications and rights (Section 7-6-15) may be inserted here.

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 3 US 11 '89  
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 AUG 19 1989  
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