



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 Providence Hurling Club

ARTICLE II

The period of its duration is Perpetual

ARTICLE III

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

Section 1. The objectives of this club:

Providence Hurling Club is a non-profit group dedicated to playing and promoting traditional sports of the Republic of Ireland, especially hurling. The Club provides a framework for athletic teams and provides opportunities for its members to play organized games, both with other clubs promoting Irish sports, and in intra-club competitions.

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:

SECTION 2. NO PART OF THE FUNDS OF THE CLUB SHALL GO TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO, ITS

OFFICERS, MEMBERS, OR OTHER PRIVATE PERSONS, EXCEPT THAT THE CLUB SHALL BE AUTHORIZED AND

EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED AND TO MAKE PAYMENTS AND

DISTRIBUTIONS IN FURTHERANCE OF ITS EXEMPT PURPOSES. NO PART OF THE ACTIVITIES OF THE CLUB SHALL

CONSIST OF CARRYING ON PROPAGANDA, OR OTHERWISE ATTEMPTING, TO INFLUENCE LEGISLATION.

THE CLUB SHALL NOT PARTICIPATE IN, OR INTERVENE IN (INCLUDING THE PUBLISHING OR DISTRIBUTING OF

STATEMENTS), ANY POLITICAL CAMPAIGN ON BEHALF OF (OR IN OPPOSITION TO) ANY CANDIDATE FOR PUBLIC

OFFICE. THE CLUB SHALL NOT CARRY ON ANY ACTIVITIES NOT PERMITTED TO BE CARRIED ON BY AN ORGANIZATION

EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(A) OF THE CODE.MEMBERS

SECTION 1. PRIVILEGES OF MEMBERSHIP.

A. ALL MEMBERS WHOSE PARTICIPATION MEETS THE REQUIREMENTS SET FORTH IN THESE BYLAWS, MAY SPEAK,

MAKE MOTIONS AND VOTE IN GENERAL MEETINGS.

B. ANY MEMBER IN GOOD STANDING MAY SERVE AS A CLUB OFFICER.

C. ALL MEMBERS ARE ELIGIBLE TO PARTICIPATE IN ALL FUNCTIONS AND EVENTS ORGANIZED BY THE CLUB, OR IN WHICH THE CLUB PARTICIPATES.

SECTION 2. ADMISSION TO MEMBERSHIP.

THE CLUB IS OPEN TO ALL GENDERS, RACES AND ANYONE AGED 15 AND UP

SECTION 3. TERMINATION OF CLUB MEMBERSHIP

MEMBERSHIP MAY BE TERMINATED BY A MAJORITY VOTE OF THE CLUB BOARD OF ELECTED OFFICERS, WITH

WRITTEN NOTIFICATION PROVIDED TO THE MEMBER WITHIN 10 BUSINESS DAYS OF THE BOARD'S DECISION.

DUES WILL NOT BE REFUNDED AND ANY TEAM EQUIPMENT MUST BE RETURNED, OR THE MEMBER MUST PAY

THE TEAM FOR FULL REPLACEMENT VALUE OF THE EQUIPMENT. ALTERNATIVELY, A MEMBER MAY TERMINATE

THEIR MEMBERSHIP BY NOTIFYING THE BOARD IN WRITING OF HIS/HER DESIRE TO TERMINATE MEMBERSHIP.

SUCH NOTIFICATION WILL BE RECOGNIZED BY THE BOARD IMMEDIATELY UPON RECEIPT.

ARTICLE IV

BOARD AND OFFICERS

SECTION 1. ELECTED BOARD

THE BOARD SHALL BE COMPOSED OF A CHAIRMAN, VICE-CHAIRMAN, SECRETARY, TREASURER (COLLECTIVELY

REFERRED TO AS THE CLUB'S DIRECTORS) AND UP TO FIVE (5) ADDITIONAL OFFICERS (COLLECTIVELY REFERRED TO AS

THE CLUB'S OFFICERS) AS THE CLUB MAY PROVIDE BY A MAJORITY VOTE OF THE CLUB BOARD.

SECTION 2. ELIGIBILITY

BOARD MEMBERS MUST BE MEMBERS OF THE CLUB WHO HAVE PAID THEIR ANNUAL MEMBERSHIP DUES AND

MUST BE AGE 18 OR OVER.

SECTION 3. TERM OF OFFICE

ELECTED BOARD MEMBERS SHALL HOLD OFFICE FOR 1 YEAR BEGINNING SEPTEMBER 1 AND ENDING AUGUST 31

OR UNTIL THEIR SUCCESSORS ARE ELECTED. THERE ARE NO TERM LIMITS.

SECTION 4. REMOVAL FROM OFFICE

REQUIRES THE MAJORITY VOTE OF THE CLUB BOARD.

SECTION 5. DUTIES

BOARD MEMBERS SHALL PERFORM THE DUTIES PROVIDED IN THESE BYLAWS AND SUCH OTHER DUTIES AS

PRESCRIBED FOR THE INDIVIDUAL OFFICES BY A MAJORITY VOTE OF THE CLUB DIRECTORS.

SECTION 6. COMPENSATION

THERE IS NO COMPENSATION OR SALARY FOR ANY ROLE WITHIN THE CLUB. REASONABLE COMPENSATION FOR

EXPENSES INCURRED IN PURSUIT OF CLUB ACTIVITIES MAY BE MADE AT THE DISCRETION OF THE CLUB BOARD

AND OFFICERS.

ARTICLE V

NOMINATIONS AND ELECTIONS

SECTION 1. NOMINATING CLUB MEMBERS TO THE CLUB BOARD

ANY CLUB MEMBER CAN NOMINATE A PERSON FOR A BOARD POSITION WITHIN THE CLUB. THE NOMINATION MUST BE SECONDED AND THEN A VOTE WILL BE TAKEN OF ALL MEMBERS PRESENT. NOMINATIONS WILL BE HEARD AT THE CLUB'S GENERAL MEETING EACH SEPTEMBER.

SECTION 2. ELECTION

ELECTION TO THE CLUB BOARD IS BY MAJORITY VOTE OF THOSE PRESENT AT THE GENERAL MEETING IN SEPTEMBER.

ARTICLE VI

MEETINGS

SECTION 1. CLUB BOARD MEETINGS

UNLESS OTHERWISE ORDERED BY THE CLUB, BOARD MEETINGS WILL BE HELD ON THE THIRD WEDNESDAY OF EACH MONTH. THE BOARD SHALL HOLD A MINIMUM OF SIX MEETINGS PER CALENDAR YEAR. ANY ACTIVE MEMBER OF THE CLUB IS PERMITTED TO ATTEND ANY CLUB BOARD MEETING, BUT ACTIVE PARTICIPATION IS LIMITED TO ELECTED BOARD MEMBERS.

SECTION 2. GENERAL MEETINGS

THESE MEETINGS WILL BE OPEN TO ALL MEMBERS OF THE CLUB AND WILL BE USED TO REVIEW THE CLUB'S PRIORITIES AND ACTIVITIES. THERE WILL BE TWO SUCH MEETINGS PER YEAR, WHICH WILL INCLUDE ONE START OF YEAR AGENDA OUTLINE FOR THE CLUB'S ACTIVITIES, TYPICALLY IN APRIL. THERE WILL BE A SECOND GENERAL MEMBERSHIP MEETING EACH SEPTEMBER TO NOMINATE AND VOTE ON CLUB BOARD MEMBERS.

SECTION 3. SPECIAL MEETINGS.

SPECIAL MEETINGS MAY BE CALLED BY THE CHAIRMAN AND SHALL BE CALLED UPON THE WRITTEN REQUEST OF AT LEAST THREE ACTIVE MEMBERS OF THE CLUB. THE BUSINESS TO BE TRANSACTED AT ANY SPECIAL MEETING SHALL BE LIMITED TO THAT NOTICED IN THE CALL.

ARTICLE VII

CLUB BOARD/OFFICERS

SECTION 1. COMPOSITION.

THE CLUB BOARD IS MADE UP OF THE CHAIRMAN, VICE CHAIRMAN, SECRETARY, AND TREASURER, AS WELL AS OTHER OFFICER-LEVEL POSITIONS AS DICTATED BY THE BOARD EACH YEAR. DECISIONS ARE MADE BY MAJORITY VOTE. EACH BOARD MEMBER HAS ONE VOTE WITH A CASTING VOTE BEING AVAILABLE TO THE CHAIRMAN IN ORDER TO BREAK A TIE VOTE.

SECTION 2. DUTIES.

THE CLUB BOARD HAS ADMINISTRATIVE AUTHORITY OVER THE AFFAIRS, FUNDS, AND PROPERTY OF THE CLUB

ARTICLE VIII

COMMITTEES

SECTION 1. DEFINED AS A GROUP OF INDIVIDUALS ASSIGNED TO SUPPORTING CERTAIN ROLES. ANY ACTIVE CLUB MEMBERS WHO WANT TO PARTICIPATE CAN JOIN OR SUPPORT A COMMITTEE. THE GOAL IS TO ORGANIZE OUR POOL OF TALENT TO PROPEL THE CLUB FORWARD. A GIVEN COMMITTEE WILL BE DIRECTED BY THE BOARD MEMBER IN CHARGE OF THAT COMMITTEE. GENERAL CLUB MEMBERS WILL PARTICIPATE AT THE DISCRETION OF THAT COMMITTEE DIRECTOR.

SECTION 2. COMMITTEES INCLUDE BUT ARE NOT LIMITED TO: RECRUITMENT, MARKETING, EQUIPMENT, SCHEDULING, SOCIAL PROMOTION, SPONSORSHIP, MERCHANDISING AND FUNDRAISING.

SECTION 3. COMMITTEES MAY BE ASKED TO REPORT PROGRESS TO THE CLUB BOARD ON A REGULAR BASIS.

ARTICLE IX

DUES AND FEES

SECTION 1. FISCAL YEAR. THE FISCAL YEAR SHALL BE JANUARY 1 THROUGH DECEMBER 31.

SECTION 2. ANNUAL DUES AND FEES.

THE ANNUAL DUES AND FEES WILL BE DECIDED BY THE CLUB BOARD AND ADVISED TO THE GENERAL MEMBERS AT LEAST 3 MONTHS IN ADVANCE OF BECOMING DUE.

ARTICLE X

AMENDMENTS

AMENDMENT OF, OR ADDITIONS TO, THE CLUB BYLAWS REQUIRES A MAJORITY VOTE OF THE CLUB BOARD AND SHALL ONLY BE CARRIED OUT IN A REGULARLY SCHEDULED MEETING OF THE CLUB BOARD WITH A MAJORITY OF CLUB BOARD MEMBERS PRESENT.

ARTICLE XI

DISSOLUTION

UPON THE DISSOLUTION OF THE CLUB, ITS GOVERNING BODY SHALL, AFTER PAYING OR MAKING PROVISIONS FOR THE PAYMENT OF ALL OF THE LIABILITIES OF THE CLUB, DISPOSE OF ALL THE ASSETS OF THE CLUB EXCLUSIVELY FOR THE EXEMPT PURPOSES OF THE CLUB IN SUCH MANNER, OR TO SUCH ORGANIZATION OR ORGANIZATIONS ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE, SCIENTIFIC, LITERARY, OR EDUCATIONAL PURPOSES WHICH AT THE TIME QUALIFY AS EXEMPT ORGANIZATION OR ORGANIZATIONS UNDER SECTION 501(C)(3) OF THE CODE, AS THE CLUB'S GOVERNING BODY SHALL DETERMINE. THE USE OF ANY SURPLUS FUNDS FOR PRIVATE INUREMENT TO ANY PERSON IN THE EVENT OF A SALE OF THE ASSETS OR DISSOLUTION OF THE CORPORATION IS EXPRESSLY PROHIBITED.

ARTICLE XII

CONFLICT OF INTEREST POLICY

SECTION I

PURPOSE

THE PURPOSE OF THE CONFLICT OF INTEREST POLICY IS TO PROTECT THIS TAX-EXEMPT ORGANIZATION'S (THE CLUB'S) INTEREST WHEN IT IS CONTEMPLATING ENTERING INTO A TRANSACTION

OR ARRANGEMENT THAT MIGHT
BENEFIT THE PRIVATE INTEREST OF AN OFFICER OR DIRECTOR OF THE CLUB OR
MIGHT RESULT IN A POSSIBLE
EXCESS BENEFIT TRANSACTION. THIS POLICY IS INTENDED TO SUPPLEMENT BUT
NOT REPLACE ANY APPLICABLE
STATE AND FEDERAL LAWS GOVERNING CONFLICT OF INTEREST APPLICABLE TO
NONPROFIT AND CHARITABLE
ORGANIZATIONS.SECTION II

DEFINITIONS

1. INTERESTED PERSON

ANY DIRECTOR, PRINCIPAL OFFICER, OR MEMBER OF A COMMITTEE WITH
GOVERNING BOARD DELEGATED
POWERS, WHO HAS A DIRECT OR INDIRECT FINANCIAL INTEREST, AS DEFINED
BELOW, IS AN INTERESTED PERSON.

2. FINANCIAL INTEREST

A PERSON HAS A FINANCIAL INTEREST IF THE PERSON HAS, DIRECTLY OR
INDIRECTLY, THROUGH BUSINESS,
INVESTMENT, OR FAMILY:

A. AN OWNERSHIP OR INVESTMENT INTEREST IN ANY ENTITY WITH WHICH THE
CLUB HAS A TRANSACTION OR

ARRANGEMENT,

B. A COMPENSATION ARRANGEMENT WITH THE CLUB OR WITH ANY ENTITY OR
INDIVIDUAL WITH WHICH THE CLUB

HAS A TRANSACTION OR ARRANGEMENT, OR

C. A POTENTIAL OWNERSHIP OR INVESTMENT INTEREST IN, OR COMPENSATION
ARRANGEMENT WITH, ANY ENTITY

OR INDIVIDUAL WITH WHICH THE CLUB IS NEGOTIATING A TRANSACTION OR
ARRANGEMENT. COMPENSATION

INCLUDES DIRECT AND INDIRECT REMUNERATION AS WELL AS GIFTS OR FAVORS
THAT ARE NOT INSUBSTANTIAL. A

FINANCIAL INTEREST IS NOT NECESSARILY A CONFLICT OF INTEREST. UNDER
SECTION III, PART 2, A PERSON WHO

HAS A FINANCIAL INTEREST MAY HAVE A CONFLICT OF INTEREST ONLY IF THE
APPROPRIATE GOVERNING BOARD OR

COMMITTEE DECIDES THAT A CONFLICT OF INTEREST EXISTS.

SECTION III

PROCEDURES

1. DUTY TO DISCLOSE

IN CONNECTION WITH ANY ACTUAL OR POSSIBLE CONFLICT OF INTEREST, AN
INTERESTED PERSON MUST DISCLOSE

THE EXISTENCE OF THE FINANCIAL INTEREST AND BE GIVEN THE OPPORTUNITY TO
DISCLOSE ALL MATERIAL FACTS TO

THE DIRECTORS AND MEMBERS OF COMMITTEES WITH GOVERNING BOARD
DELEGATED POWERS CONSIDERING

THE PROPOSED TRANSACTION OR ARRANGEMENT.

2. DETERMINING WHETHER A CONFLICT OF INTEREST EXISTS

AFTER DISCLOSURE OF THE FINANCIAL INTEREST AND ALL MATERIAL FACTS, AND
AFTER ANY DISCUSSION WITH THE

INTERESTED PERSON, HE/SHE SHALL LEAVE THE GOVERNING BOARD OR COMMITTEE
MEETING WHILE THE

DETERMINATION OF A CONFLICT OF INTEREST IS DISCUSSED AND VOTED UPON.

THE REMAINING BOARD OR

COMMITTEE MEMBERS SHALL DECIDE IF A CONFLICT OF INTEREST EXISTS.

3. PROCEDURES FOR ADDRESSING THE CONFLICT OF INTEREST

A. AN INTERESTED PERSON MAY MAKE A PRESENTATION AT THE GOVERNING BOARD OR COMMITTEE MEETING, BUT AFTER THE PRESENTATION, HE/SHE SHALL LEAVE THE MEETING DURING THE DISCUSSION OF, AND THE VOTE ON, THE TRANSACTION OR ARRANGEMENT INVOLVING THE POSSIBLE CONFLICT OF INTEREST.

B. THE CHAIRPERSON OF THE GOVERNING BOARD OR COMMITTEE SHALL, IF APPROPRIATE, APPOINT A DISINTERESTED PERSON OR COMMITTEE TO INVESTIGATE ALTERNATIVES TO THE PROPOSED TRANSACTION OR ARRANGEMENT.

C. AFTER EXERCISING DUE DILIGENCE, THE GOVERNING BOARD OR COMMITTEE SHALL DETERMINE WHETHER THE

CLUB CAN OBTAIN WITH REASONABLE EFFORTS A MORE ADVANTAGEOUS TRANSACTION OR ARRANGEMENT FROM A PERSON OR ENTITY THAT WOULD NOT GIVE RISE TO A CONFLICT OF INTEREST.

D. IF A MORE ADVANTAGEOUS TRANSACTION OR ARRANGEMENT IS NOT REASONABLY POSSIBLE UNDER CIRCUMSTANCES NOT PRODUCING A CONFLICT OF INTEREST, THE GOVERNING BOARD OR COMMITTEE SHALL

DETERMINE BY A MAJORITY VOTE OF THE DISINTERESTED DIRECTORS WHETHER THE TRANSACTION OR

ARRANGEMENT IS IN THE CLUB'S BEST INTEREST, FOR ITS OWN BENEFIT, AND WHETHER IT IS FAIR AND

REASONABLE. IN CONFORMITY WITH THE ABOVE DETERMINATION IT SHALL MAKE ITS DECISION AS TO WHETHER TO

ENTER INTO THE TRANSACTION OR ARRANGEMENT.

4. VIOLATIONS OF THE CONFLICTS OF INTEREST POLICY

A. IF THE GOVERNING BOARD OR COMMITTEE HAS REASONABLE CAUSE TO BELIEVE A MEMBER HAS FAILED TO

DISCLOSE ACTUAL OR POSSIBLE CONFLICTS OF INTEREST, IT SHALL INFORM THE MEMBER OF THE BASIS FOR SUCH

BELIEF AND AFFORD THE MEMBER AN OPPORTUNITY TO EXPLAIN THE ALLEGED FAILURE TO DISCLOSE.

B. IF, AFTER HEARING THE MEMBER'S RESPONSE AND AFTER MAKING FURTHER INVESTIGATION AS WARRANTED BY

THE CIRCUMSTANCES, THE GOVERNING BOARD OR COMMITTEE DETERMINES THE MEMBER HAS FAILED TO

DISCLOSE AN ACTUAL OR POSSIBLE CONFLICT OF INTEREST, IT SHALL TAKE APPROPRIATE DISCIPLINARY AND

CORRECTIVE ACTION.

SECTION IV

RECORDS OF PROCEEDINGS

THE MINUTES OF THE GOVERNING BOARD AND ALL COMMITTEES WITH BOARD DELEGATED POWERS SHALL

CONTAIN:

A. THE NAMES OF THE PERSONS WHO DISCLOSED OR OTHERWISE WERE FOUND TO HAVE A FINANCIAL INTEREST IN

CONNECTION WITH AN ACTUAL OR POSSIBLE CONFLICT OF INTEREST, THE NATURE OF THE FINANCIAL INTEREST, ANY

ACTION TAKEN TO DETERMINE WHETHER A CONFLICT OF INTEREST WAS PRESENT, AND THE GOVERNING BOARD'S

OR COMMITTEE'S DECISION AS TO WHETHER A CONFLICT OF INTEREST IN FACT EXISTED.

B. THE NAMES OF THE PERSONS WHO WERE PRESENT FOR DISCUSSIONS AND VOTES RELATING TO THE TRANSACTION OR ARRANGEMENT, THE CONTENT OF THE DISCUSSION, INCLUDING ANY ALTERNATIVES TO THE PROPOSED TRANSACTION OR ARRANGEMENT, AND A RECORD OF ANY VOTES TAKEN IN CONNECTION WITH THE PROCEEDINGS.

SECTION V
COMPENSATION

A. A VOTING MEMBER OF THE GOVERNING BOARD WHO RECEIVES COMPENSATION, DIRECTLY OR INDIRECTLY, FROM THE CLUB FOR SERVICES IS PRECLUDED FROM VOTING ON MATTERS PERTAINING TO THAT MEMBER'S COMPENSATION.

B. A VOTING MEMBER OF ANY COMMITTEE WHOSE JURISDICTION INCLUDES COMPENSATION MATTERS AND WHO RECEIVES COMPENSATION, DIRECTLY OR INDIRECTLY, FROM THE CLUB FOR SERVICES IS PRECLUDED FROM VOTING ON MATTERS PERTAINING TO THAT MEMBER'S COMPENSATION.

C. NO VOTING MEMBER OF THE GOVERNING BOARD OR ANY COMMITTEE WHOSE JURISDICTION INCLUDES COMPENSATION MATTERS AND WHO RECEIVES COMPENSATION, DIRECTLY OR INDIRECTLY, FROM THE CLUB, EITHER INDIVIDUALLY OR COLLECTIVELY, IS PROHIBITED FROM PROVIDING INFORMATION TO ANY COMMITTEE REGARDING COMPENSATION.

SECTION VI
ANNUAL STATEMENTS

EACH DIRECTOR, PRINCIPAL OFFICER AND MEMBER OF A COMMITTEE WITH GOVERNING BOARD DELEGATED POWERS SHALL ANNUALLY SIGN A STATEMENT WHICH AFFIRMS SUCH PERSON:

A. HAS RECEIVED A COPY OF THE CONFLICTS OF INTEREST POLICY,

B. HAS READ AND UNDERSTANDS THE POLICY,

C. HAS AGREED TO COMPLY WITH THE POLICY, AND

D. UNDERSTANDS THE CLUB IS CHARITABLE AND IN ORDER TO MAINTAIN ITS FEDERAL TAX EXEMPTION IT MUST

ENGAGE PRIMARILY IN ACTIVITIES WHICH ACCOMPLISH ONE OR MORE OF ITS TAX-EXEMPT PURPOSES.

SECTION VII
PERIODIC REVIEWS

TO ENSURE THE CLUB OPERATES IN A MANNER CONSISTENT WITH CHARITABLE PURPOSES AND DOES NOT

ENGAGE IN ACTIVITIES THAT COULD JEOPARDIZE ITS TAX-EXEMPT STATUS, PERIODIC REVIEWS SHALL BE

CONDUCTED. THE PERIODIC REVIEWS SHALL, AT A MINIMUM, INCLUDE THE FOLLOWING SUBJECTS:

A. WHETHER COMPENSATION ARRANGEMENTS AND BENEFITS ARE REASONABLE, BASED ON COMPETENT SURVEY INFORMATION, AND THE RESULT OF ARM'S LENGTH BARGAINING.

B. WHETHER PARTNERSHIPS, JOINT VENTURES, AND ARRANGEMENTS WITH MANAGEMENT ORGANIZATIONS

CONFORM TO THE CLUB'S WRITTEN POLICIES, ARE PROPERLY RECORDED, REFLECT REASONABLE INVESTMENT OR

PAYMENTS FOR GOODS AND SERVICES, FURTHER CHARITABLE PURPOSES AND DO

NOT RESULT IN INUREMENT,
IMPERMISSIBLE PRIVATE BENEFIT OR IN AN EXCESS BENEFIT TRANSACTION.

SECTION VIII

USE OF OUTSIDE EXPERTS

WHEN CONDUCTING THE PERIODIC REVIEWS AS PROVIDED FOR IN ARTICLE VII, THE CLUB MAY, BUT NEED NOT,

USE OUTSIDE ADVISORS. IF OUTSIDE EXPERTS ARE USED, THEIR USE SHALL NOT RELIEVE THE GOVERNING BOARD

OF ITS RESPONSIBILITY FOR ENSURING PERIODIC REVIEWS ARE CONDUCTED.

ARTICLE V

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

No. and Street: 69 OVERHILL RD.

City or Town: PROVIDENCE

State: RI

Zip: 02906

The name of its initial registered agent at such address is MICHAEL KENNELLY

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	MICHAEL KENNELLY	69 OVERHILL RD PROVIDENCE, RI 02906 USA
DIRECTOR	MICHAEL WALSH	97 OVERHILL RD PROVIDENCE, RI 02906 USA
DIRECTOR	BRIAN MCNAMARA	485 RIVER AVE PROVIDENCE, RI 02908 USA
DIRECTOR	CRAIG JONES	118 ARNOLD AVE CRANSTON, RI 02905 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	MICHAEL KENNELLY	69 OVERHILL RD PROVIDENCE, RI 02906 USA
INCORPORATOR	MICHAEL WALSH	97 OVERHILL RD PROVIDENCE, RI 02906 USA
INCORPORATOR	BRIAN MCNAMARA	485 RIVER AVENUE PROVIDENCE, RI 02908 USA
INCORPORATOR	CRAIG JONES	118 ARNOLD AVE CRANSTON, RI 02905 USA

ARTICLE VIII

Date when corporate existence is to begin 10/02/2015

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

Signed this 2 Day of October, 2015 at 10:27:32 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.

MICHAEL KENNELLY

MICHAEL WALSH

BRIAN MCNAMARA

CRAIG JONES

Form No. 200
Revised 09/07

© 2007 - 2015 State of Rhode Island and Providence Plantations
All Rights Reserved



State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, 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 blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive, written in a professional style.

Nellie M. Gorbea
Secretary of State

