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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

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CORPORATIONS DIV
2016 FEB 29 PM 12:53

NON-PROFIT CORPORATION

ARTICLES OF INCORPORATION

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

1. The name of the corporation is Citizens to Create Jobs and Protect Revenue, Inc.

2. The period of its duration is (if perpetual, so state) Perpetual

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

See the attached Exhibit A

4. 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:

See the attached Exhibit B

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By 268864
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5. The address of the initial registered office of the corporation is:

100 Westminster Street, Suite 1500, c/o Hinckley Allen

(Street Address, not P.O. Box)

Providence

(City/Town)

RI 02903

(Zip Code)

and the name of its initial registered agent at

such address is HASLAW, Inc.

(Name of Agent)

6. The number of directors constituting the initial Board of Directors of the Corporation is 3

(not less than 3 directors)

and the names and address of the persons who are to serve as the initial directors are:

Name	Address
John E. Taylor, Jr.	100 Twin River Road, Lincoln, RI 02865
George Papanier	100 Twin River Road, Lincoln, RI 02865
Craig L. Eaton	100 Twin River Road, Lincoln, RI 02865

7. The name and address of each incorporator is:

Name	Address
Craig L. Eaton	100 Twin River Road, Lincoln, RI 02865

8. These Articles of Incorporation shall be effective upon filing unless a specified date is provided which shall be no later than the 30th day after the date of this filing upon filing

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

Date: February 29, 2016

Signature of each Incorporator

EXHIBIT A

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

To be organized and operated exclusively for the promotion of social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law ("the Code"), and notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(4) of the Code. In furtherance thereof, and subject to the foregoing, the nature of the activities to be conducted and the purposes to be pursued by the Corporation include (i) inform the public by educational methods on a subject of political interest and concern, namely, how and to what extent gambling should be allowed or regulated in the United State and in particular, Tiverton, Rhode Island; (ii) promote civic betterment; (iii) support of measures intended to protect and promote state revenue; (iv) production of communications materials and the use of outreach strategies to educate the general public, elected officials, civic and community groups and other interested parties about certain Rhode Island ballot initiative(s) intended to generate revenue for the state; (v) conduct of advocacy with respect to certain Rhode Island ballot initiative(s) intended to generate revenue for the state; (vi) conduct of advocacy of the adoption or rejection of legislation affecting state revenue generation by working with the general public, elected officials, civic and community groups and other interested parties; (vii) conduct and support of non-partisan voter registration campaigns; and (viii) such activities and other related activities to be conducted in accordance with the Rhode Island Non-Profit Corporation Act, as amended; provided, however, that the Corporation may engage in any lawful activity for which a nonprofit corporation may be formed under the Rhode Island Non-Profit Corporation Act, as amended, which is not inconsistent with the express limitations contained in this Exhibit A or elsewhere in these Articles of Incorporation.

EXHIBIT B

4. 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:

(a) No part of the net earnings of the Corporation shall inure to the benefit of any 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 director or officer shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation. The Corporation shall have all powers granted by law, all powers that are or may hereafter be conferred by the laws of the State of Rhode Island upon nonprofit corporations, and all legal powers necessary or convenient to effect any or all of the purposes stated in these Articles of Incorporation, whether or not such powers are set forth herein; provided, however, that no such powers and privileges may be exercised, nor shall any activities be conducted by the Corporation, if the same are inconsistent with the express limitations contained in these Articles of Incorporation or with the Corporation's nonprofit purposes or are not permitted to be carried on by a corporation exempt from federal income tax under Section 501(a) of the Code as an organization described in Section 501(c)(4) of the Internal Revenue Code; and provided further that no substantial part or primary purpose of the Corporation's activities shall consist of 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) Upon the dissolution of the Corporation, the board of directors (as that term is defined by the Rhode Island Non-Profit Corporation Act) of the Corporation shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation in such manner or to such organization or organizations organized and operated (i) under Section 501(a) of the Code as an

organization described in Section 501(c)(4) of the Code, (ii) under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code that is not a private foundation as defined in Section 509(a) of the Code, or (iii) the federal government, or state or local government, for a public purpose, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the judicial district 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 which, at the time of distribution, qualify as exempt from federal income tax under Section 501(c) of the Code.

(c) A director of the Corporation will not be personally liable to the Corporation or its members for monetary damages for breach of the director's duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law, or (iii) for any transaction from which the director derived improper personal benefit. If the Rhode Island Non-Profit Corporation Act is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation will be eliminated or limited to the fullest extent permitted by the Rhode Island Non-Profit Corporation Act, as so amended. Any repeal or modification of the provisions of this paragraph by the Corporation will not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

(d) The Corporation shall provide its current and former directors with the full amount of indemnification that the Corporation is permitted to provide pursuant to the Rhode Island Non-Profit Corporation Act, as amended. In furtherance of the foregoing, the Corporation shall indemnify its directors against liability to any person for any action taken, or any failure to take action as director, except liability that (i) involved a knowing and culpable violation of law by the director, (ii) enabled the director, as defined in section 7-6-6 of the Rhode Island General Law, to receive an improper personal

economic gain, (iii) showed a lack of good faith and a conscious disregard for the duty of the director to the Corporation under circumstances in which the director was aware that his conduct or omission created an unjustifiable risk of serious injury to the Corporation, or (iv) constituted a sustained and unexcused pattern of inattention that amounted to an abdication of the director's duty to the Corporation. The limitation of liability of any person who is or was a director provided for under this Article shall not be exclusive of any other limitation or elimination of liability contained in or which may be provided to any person under Rhode Island law as in effect on the effective date of these Articles of Incorporation as thereafter amended. The Corporation shall indemnify and advance expenses to each officer, employee or agent of the Corporation who is not a director, or who is a director but is made a party to a proceeding in his or her capacity solely as an officer, employee or agent, to the same extent as the Corporation is permitted to provide the same to a director, and to the extent permitted by the Rhode Island Non-Profit Corporation Act, as amended. Notwithstanding any provision hereof to the contrary, the Corporation shall not indemnify any director, officer, employee or agent against any penalty excise taxes assessed against such person under Section 4958 of the Internal Revenue Code.