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 Lanphear Livery Condominium Association, 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:

TO PROVIDE FOR THE ADMINISTRATION, OPERATION, MANAGEMENT, PRESERVATION
AND CONTROL OF THE LANPHEAR LIVERY CONDOMINIUM ASSOCIATION.

SEE EXHIBIT A ATTACHED HERETO.

LANPHEAR LIVERY CONDOMINIUM ASSOCIATION, INC.

EXHIBIT A
TO
ARTICLES OF INCORPORATION

THIRD. THE SPECIFIC PURPOSE OR PURPOSES FOR WHICH THE CORPORATION IS ORGANIZED ARE:

THE CORPORATION SHALL EXIST AS A NONPROFIT CORPORATION UNDER THE LAWS

OF THE STATE OF RHODE ISLAND.

THE CORPORATION SHALL PROVIDE FOR THE ADMINISTRATION, OPERATION, MANAGEMENT, MAINTENANCE, PRESERVATION, AND CONTROL OF THE LANPHEAR LIVERY CONDOMINIUM ASSOCIATION, IN THE TOWN OF WESTERLY, COUNTY OF WASHINGTON, STATE OF RHODE ISLAND, ESTABLISHED PURSUANT TO THE RHODE ISLAND CONDOMINIUM ACT.

THE CORPORATION SHALL EXERCISE AND PERFORM ALL THE OBLIGATIONS AND DUTIES OF THE "ASSOCIATION OF UNIT OWNERS" AND THE "EXECUTIVE BOARD" OF LANPHEAR LIVERY CONDOMINIUM ASSOCIATION, INC. AS THESE TERMS ARE USED IN THE RHODE ISLAND CONDOMINIUM ACT.

THE CORPORATION SHALL EXERCISE ALL POWERS AND PERFORM ALL DUTIES IMPOSED UPON IT BY THE DECLARATION OF CONDOMINIUM FOR LANPHEAR LIVERY
CONDOMINIUM, AND AS SUCH DECLARATION MAY HEREAFTER BE AMENDED.

THE BY-LAWS OF THE CORPORATION SHALL BE THE BY-LAWS ATTACHED TO THE DECLARATION AS EXHIBIT B. SUCH BY-LAWS SHALL HAVE FULL FORCE AND EFFECT

IN EVERY AREA NOT INCONSISTENT WITH THESE ARTICLES, THE DECLARATION OF CONDOMINIUM FOR LANPHEAR LIVERY CONDOMINIUM, THE RHODE ISLAND CONDOMINIUM ACT, OR THE STATE OF RHODE ISLAND NONPROFIT CORPORATION ACT.

THE STATEMENT OF CORPORATE POWERS AND PURPOSES SHALL BE BROADLY CONSTRUED TO EFFECTUATE THE CORPORATE PURPOSES.

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:

SEE EXHIBIT B ATTACHED HERETO.

LANPHEAR LIVERY CONDOMINIUM ASSOCIATION, INC.
EXHIBIT B
TO
ARTICLES OF INCORPORATION

FOURTH. 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:

A. THIS CORPORATION IS ORGANIZED AND SHALL BE OPERATED EXCLUSIVELY FOR EXEMPT PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE CODE. NO PART OF THE NET EARNINGS OF THIS CORPORATION SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO, ITS MEMBERS, DIRECTORS, OFFICERS, OR OTHER PRIVATE PERSONS, EXCEPT THAT THE CORPORATION SHALL BE AUTHORIZED AND EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED AND TO
MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF THE PURPOSES SET FORTH IN ARTICLE THIRD HEREOF. NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL BE THE CARRYING ON OF PROPAGANDA, OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION, AND THE CORPORATION SHALL NOT PARTICIPATE IN, OR INTERVENE IN (INCLUDING THE PUBLISHING OR DISTRIBUTION OF STATEMENTS) ANY POLITICAL CAMPAIGN ON BEHALF OF (OR IN OPPOSITION TO) ANY CANDIDATE FOR PUBLIC OFFICE. NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES, THE CORPORATION SHALL NOT CARRY ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON (A) BY A CORPORATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF

THE CODE, OR (B) BY A CORPORATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE CODE. IN THE EVENT THAT THE CORPORATION IS A PRIVATE FOUNDATION AS THAT TERM IS DEFINED IN SECTION 509 OF THE CODE, THEN NOTWITHSTANDING ANY OTHER PROVISIONS OF THE ARTICLES OF INCORPORATION OR THE BY-LAWS OF THE CORPORATION, THE FOLLOWING PROVISIONS SHALL APPLY:

THE CORPORATION SHALL DISTRIBUTE THE INCOME OF EACH TAXABLE YEAR AT SUCH TIME AND IN SUCH MANNER AS NOT TO BECOME SUBJECT TO THE TAX ON UNDISTRIBUTED INCOME IMPOSED BY SECTION 4942 OF THE CODE.
THE CORPORATION SHALL NOT ENGAGE IN ANY ACT OF SELF DEALING AS DEFINED IN SECTION 4941(D) OF THE CODE; NOR RETAIN ANY EXCESS BUSINESS HOLDINGS AS DEFINED IN SECTION 4943(C) OF THE CODE, NOR MAKE ANY INVESTMENTS IN SUCH MANNER AS TO INCUR TAX LIABILITY UNDER SECTION 4944 OF THE CODE; NOR MAKE ANY TAXABLE EXPENDITURES AS DEFINED IN SECTION 4945(D) OF THE CODE.

B. WITHOUT IN ANY WAY LIMITING THE FOREGOING, THE CORPORATION SHALL HAVE THOSE POWERS GRANTED BY SECTION 7-6-5 OF THE GENERAL LAWS OF
RHODE ISLAND, 1956, AS AMENDED (THE "RHODE ISLAND GENERAL LAWS").

C. THE CORPORATION SHALL BE A MEMBERSHIP CORPORATION AND SHALL HAVE NO AUTHORITY TO ISSUE CAPITAL STOCK.

D. THE AFFAIRS AND BUSINESS OF THE CORPORATION SHALL BE MANAGED BY A BOARD OF DIRECTORS. EACH MEMBER OF THE BOARD OF DIRECTORS SHALL HAVE

ONE VOTE. THE DIRECTORS AND OFFICERS OF THE CORPORATION, TERMS OF OFFICE, METHOD OF SELECTION, RESPECTIVE DUTIES, AND ALL THINGS PERTAINING THERETO, ARE DEFINED AND ESTABLISHED BY THE BY-LAWS OF THE CORPORATION.

E. UPON DISSOLUTION, AFTER PAYING OR MAKING PROVISION FOR THE PAYMENT OF ALL OF THE LIABILITIES OF THE CORPORATION, THE ASSETS OF THE CORPORATION SHALL BE DISTRIBUTED FOR ONE OR MORE EXEMPT PURPOSES WITHIN
THE MEANING OF SECTION 501(C)(3) OF THE CODE, OR SHALL BE DISTRIBUTED TO THE FEDERAL GOVERNMENT, OR A STATE OR LOCAL GOVERNMENT, EXCLUSIVELY
FOR A PUBLIC PURPOSE.

F. THE CORPORATION SHALL HAVE THE POWER TO INDEMNIFY, TO PAY EXPENSES TO, AND TO PURCHASE AND MAINTAIN INSURANCE FOR ITS DIRECTORS, OFFICERS, AND OTHER PERSONS TO THE FULL EXTENT PERMITTED BY THE LAW OF THE STATE OF RHODE ISLAND, BUT ONLY TO THE EXTENT THAT THE STATUS OF THE CORPORATION AS A CORPORATION EXEMPT UNDER SECTION 501(C)(3) OF THE CODE SHALL NOT BE AFFECTED THEREBY. A DIRECTOR OF THE CORPORATION SHALL
NOT BE PERSONALLY LIABLE TO THE CORPORATION OR TO ITS MEMBERS FOR MONETARY DAMAGES FOR BREACH OF FIDUCIARY DUTY AS A DIRECTOR, EXCEPT FOR
LIABILITY AS MAY BE PROVIDED IN THE BY-LAWS OF THE CORPORATION.

ARTICLE V

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

No. and Street: ROBINSON & COLE LLP
ONE FINANCIAL PLAZA, SUITE 1430
City or Town: PROVIDENCE State: RI Zip: 02903

The name of its initial registered agent at such address is ROGER A. PETERS II, ESQ.

ARTICLE VI

The number of directors constituting the initial Board of Directors of the Corporation is 3
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	NICHOLAS C. MOORE ESQ.	ONE BAY STREET WESTERLY, RI 02891 USA
DIRECTOR	GRANT G. SIMMONS III	ONE BAY STREET WESTERLY, RI 02891 USA
DIRECTOR	CHARLES M. ROYCE	ONE BAY STREET WESTERLY, RI 02891 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	ROGER A. PETERS, II ESQ.	ONE FINANCIAL PLAZA, SUITE 1430 PROVIDENCE, RI 02903 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 1 Day of June, 2017 at 2:31:18 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.
/S/ ROGER A. PETERS, II

Form No. 200
Revised 09/07

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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:

June 01, 2017 02:28 PM

Nellie M. Gorbea
Secretary of State