



State of Rhode Island and Providence Plantations
Department of State - Business Services Division

STATE OF RHODE ISLAND
 DEPARTMENT OF STATE
 BUSINESS SERVICES DIVISION

2017 JUN -7 AM 10:39

Articles of Dissolution
 DOMESTIC Non-Profit Corporation

→ Filing Fee: \$10.00

Pursuant to the provisions of RIGL § 33-54, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. Entry ID Number: 000080634	2. The name of the corporation is: The Apeiron Institute for Sustainable Living
3. A resolution to dissolve the corporation was adopted in the following manner: CHECK ONE BOX ONLY	
<input type="checkbox"/> The resolution to dissolve the corporation was adopted at a meeting of members held on _____ at which meeting a quorum was present, and the resolution received at least a majority of the votes which members present or represented by proxy at such meeting were entitled to cast.	
<input type="checkbox"/> The resolution to dissolve the corporation was adopted by a consent in writing on _____, signed by all members entitled to vote with respect thereto.	
<input checked="" type="checkbox"/> The resolution to dissolve the corporation was adopted at a meeting of the board of directors held on May 12, 2017 , and received the vote of a majority of the directors in office, there being no members	
4. Has the corporation adopted a plan of distribution? Yes <input checked="" type="checkbox"/> or No <input type="checkbox"/> If yes please attach the plan and check the box to indicate the attachment. <input checked="" type="checkbox"/>	
5. All debts, obligations, and liabilities of the corporation have been paid and discharged, or adequate provision has been made therefore. All of the remaining property and assets of the corporation have been transferred, conveyed or distributed in accordance with the provisions of RIGL § 33-54. There are no suits pending against the corporation in any court in respect of which adequate provision has not been made for the satisfaction of any judgment, order or decree, which may be entered against it.	
<i>Under penalty of perjury, we declare and affirm that we have examined these Articles of Dissolution, including any accompanying attachments, and that all statements contained herein are true and correct.</i>	
Type or Print the Name of President <input checked="" type="checkbox"/> or Vice President <input type="checkbox"/> Alanna K. Green	Date May 12, 2017
Signature of President or Vice President 	
Type or Print the Name of the Secretary <input type="checkbox"/> or Assistant Secretary <input type="checkbox"/> Kate Aubin	Date May 12, 2017
Signature of Secretary or Assistant Secretary 	

TWO SIGNATURES ARE REQUIRED

MAIL TO:
 Division of Business Services
 148 W. River Street, Providence, Rhode Island 02904 2615
 Phone: (401) 222-3040
 Website: www.sos.ri.gov

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BY MU 305460
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If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.

**THE APEIRON INSTITUTE FOR SUSTAINABLE LIVING
PLAN OF DISSOLUTION**

This PLAN OF DISSOLUTION (the "Plan") of The Apeiron Institute for Sustainable Living (the "Organization") is dated this 12th day of May, 2017.

WITNESSETH

WHEREAS, the Organization is a nonprofit corporation duly organized and existing under the laws of the State of Rhode Island,

WHEREAS, pursuant to R.I. Gen. Laws § 7-6-50(a)(2), by a vote of a majority of the directors in office of the Organization, the Organization has adopted a resolution to dissolve voluntarily the Organization; and

WHEREAS, pursuant to R.I. Gen. Laws § 7-6-51, the Organization intends to pay all liabilities and obligations of the Organization and distribute its remaining assets.

NOW THEREFORE, pursuant to R.I. Gen. Laws § 7-6-52, by a vote of a majority of the directors in office of the Organization, the Organization hereby adopts the Plan as follows:

1. **Liabilities and Obligations.** The Organization intends to pay all liabilities and obligations of the Organization prior to distribution of remaining assets. All creditors of the Organization have been or will be notified of the Organization's intent to dissolve.
2. **Assets Requiring Return.** To the extent any assets held by the Organization are required to be returned, transferred or conveyed, such assets will be returned, transferred or conveyed as required.
3. **Distribution of Remaining Assets.** The Organization intends to distribute all remaining assets to YWCA Rhode Island (the "YWCA"). The YWCA is a nonprofit corporation duly organized and existing under the laws of the State of Rhode Island with a principal place of business at 514 Blackstone Street, Woonsocket RI, 02895. The YWCA is engaged in activities substantially similar to those of the Organization, in particular its mission, as well as work at Camp Hamilton, are aligned with the mission of the Organization.
4. **Miscellaneous.** The Organization's dissolution shall be effective upon the filing of Articles of Dissolution with the State of Rhode Island. This Plan shall be governed by and construed in accordance with the laws of the State of Rhode Island. The director executing this Plan has been duly authorized by the Organization to execute this Plan and take all steps necessary to effectuate the Plan.

IN WITNESS WHEREOF, this Plan to be executed on behalf of the Organization by its director duly authorized, as of the date first above written

THE APEIRON INSTITUTE FOR SUSTAINABLE LIVING

By: 
Alanna K. Green
Its: President of the Board of Directors



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 07, 2017 10:39 AM

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive.

Nellie M. Gorbea
Secretary of State

