

Filing Fee: \$35.00

ID Number: 152205



# STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

## 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 EWGA Rhode Island Chapter of the Executive Women's Golf Association
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:  
This Corporation is organized and shall be administered and operated exclusively to receive, administer, and expend funds for the following purposes:  
To provide leadership and other educational programs, golf instruction and networking activities to women to improve their leadership abilities, self-esteem and business skills through golf.
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:  
Private Inurement: No part of the net income of the corporation shall inure to the benefit of or be distributable to its directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of the purposes and objects set forth in Article THIRD hereof.

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5. The address of the initial registered office of the corporation is 8 Peck Lane, #B2  
(Street Address, not P.O. Box)  
Warwick, RI 02888, and the name of its initial registered agent at such  
(City/Town) (Zip Code)  
address is Carol C. Malysz  
(Name of Agent)

6. The number of directors constituting the initial Board of Directors of the Corporation is 4  
(not less than three directors)  
and the names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
<u>Carol C. Malysz, Pres.</u>	<u>8 Peck Lane, #B2, Warwick, RI 02888</u>
<u>Robin Dziuba, VP</u>	<u>One Citizens Plaza, Suite 1000, Providence, RI 02903</u>
<u>Judy Cadigan-Parisi, Sec.</u>	<u>One Citizens Plaza, Providence, RI 02903</u>
<u>Suzanne Kissen, Treas.</u>	<u>56 Roland Street, Woonsocket, RI 02895</u>

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>Carol C. Malysz, Pres.</u>	<u>8 Peck Lane, #B2, Warwick, RI 02888</u>
<u>Robin Dziuba, VP</u>	<u>One Citizens Plaza, Suite 1000, Providence, RI 02903</u>
<u>Judy Cadigan-Parisi, Sec.</u>	<u>One Citizens Plaza, Providence, RI 02903</u>
<u>Suzanne Kissen, Treas.</u>	<u>56 Roland Street, Woonsocket, RI 02895</u>

8. Date when corporate existence is to begin December 15, 2005  
~~November 14, 2005~~  
(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

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: December 15, 2005  
~~November 14, 2005~~

please see attached for  
signatures  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Signature of each Incorporator

ARTICLES OF INCORPORATION  
OF  
The EWGA Rhode Island Chapter of the Executive Women's Golf Association

**IN ADDITION TO THE PROVISIONS REQUIRED BY THE CORPORATE LAWS WITHIN THE STATE THAT THE CHAPTER WILL BE INCORPORATING, EWGA REQUIRES THE FOLLOWING LANGUAGE BE CONTAINED IN ANY CHAPTERS ARTICLES OF INCORPORATION**

ARTICLE 1

NAME:        EWGA Rhode Island Chapter of the Executive Women's Golf Association

ARTICLE 2

PURPOSES: This Corporation is organized and shall be administered and operated exclusively to receive, administer, and expend funds for the following purposes:

To provide leadership and other educational programs, golf instruction and networking activities to women to improve their leadership abilities, self-esteem and business skills through golf.

ARTICLE 3

MEMBERSHIP: The Corporation shall have voting members as set forth in the bylaws.

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ARTICLE 4

PRIVATE INUREMENT: No part of the net income of the corporation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of the purposes and objects set forth in Article THIRD hereof.

ARTICLE 5

TAX RESTRICTIONS: Notwithstanding any other provision of these Articles, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(6) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE 6

DISSOLUTION: Upon the dissolution of the corporation, the winding up of its affairs, or the termination of the termination of the affiliation agreement with the Executive Women's Golf Association, the assets of the corporation shall be distributed exclusively for the common business interests of its members or to organizations which are exempt from Federal tax under §501(c) (3) or §501(c) (6) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

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ARTICLE 7

BOARD OF DIRECTORS: The initial board of directors shall consist of thirteen director(s). The name(s) and address(es) of the person(s) who is (are) to serve as the director(s) until the first annual meeting of the members, if a member corporation, or Board of Directors, if the corporation has nonmembers, or until his(her)(their) successor(s) is (are) elected and qualifies is(are):

Carol C. Malysz, President , 8 Peck Lane, #B2, Warwick, RI 02888

Robin Dziuba, Vice President, Merrill Lynch, One Citizens Plaza, Suite 1000, Providence, RI 02903

Judy Cadigan-Parisi, Secretary, Citizens Bank, One Citizens Plaza, Providence, RI 02903

Suzanne Kissell, Treasurer, 56 Roland Street, 2<sup>nd</sup> Floor, Woonsocket, RI 02895

Anne Chapin, Membership Chair, Merrill Lynch, One Citizens Plaza, Suite 1000, Providence, RI 02903

Valerie Littlefield, Leadership Chair, AIPSO, 302 Central Avenue, Johnston, RI 02919

TBD, Golf Events Committee Chair

Bonnie Marra, Social Events Committee Chair, 10 Adams Street, Smithfield, RI 02917

Robin Dziuba, Golf Education & Player Development Chair, Merrill Lynch, One Citizens Plaza, Suite 1000, Providence, RI 02903

Peg Marcotte, Handicap Committee Chair, 6 Seal Island Road, Bristol, Rhode Island, 02809

TBD, Leagues Committee

TBD, Sponsorship Committee

TBD, Communications Committee

The number of persons to serve on the board of directors thereafter shall be fixed by the bylaws.

ARTICLE 8

KNOWN PLACE OF BUSINESS. (In Chapter's State)\_The street address of the known place of business of the Corporation is: 8 Peck Lane, #B2, Warwick, RI 02888

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ARTICLE 9

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STATUTORY AGENT. (In Chapter's State) The name and address of the statutory agent of the Corporation is: Carol C. Malysz, 8 Peck Lane, #B2, Warwick, RI 02888

ARTICLE 10

INCORPORATORS. The name(s) and address(es) of the incorporator(s) is (are):

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Carol C. Malysz, President, 8 Peck Lane, #B2, Warwick, RI 02888

Robin Dziuba, Vice President, Merrill Lynch, One Citizens Plaza, Suite 1000, Providence, RI 02903

Judy Cadigan-Parisi, Secretary, Citizens Bank, One Citizens Plaza, Providence, RI 02903

Suzanne Kissell, Treasurer, 56 Roland Street, 2<sup>nd</sup> Floor, Woonsocket, RI 02895

ARTICLE 11

DISCRIMINATION: The Corporation will not practice or permit discrimination on the basis of sex, age, race, national origin, religion, or physical handicap or disability.

The Corporation will have members, President, Vice-President, Secretary, and Treasurer

EXECUTED this fourteenth day of November 2005 by all of the incorporators.

Signed: Carol C. Malysz Robin M. Dziuba  
*INCORPORATOR* *INCORPORATOR*  
Carol C. Malysz, President Robin Dziuba, Vice President  
Judy Cadigan-Parisi Suzanne Kissell  
*INCORPORATOR* *INCORPORATOR*  
Judy Cadigan-Parisi, Secretary Suzanne Kissell, Treasurer

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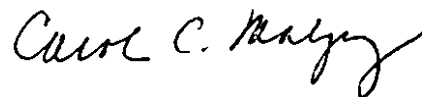
Phone: 401-369-2774

Fax: na

**Acceptance of Appointment by Statutory Agent**

The undersigned hereby acknowledge and accepts the appointment as statutory agent of the above-named corporation effective this fourteenth day of November, 2005

Signed:



Carol C. Malysz

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