



**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 Townies for Responsible Voters

ARTICLE II

The period of its duration is Perpetual

ARTICLE III

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

THE PURPOSE OF THE TOWNIES FOR RESPONSIBLE
VOTERS IS TO EDUCATE THE
RESIDENTS OF EAST PROVIDENCE, RHODE ISLAND
PURSUANT TO THE TAX-EXEMPT
PURPOSE OF "ADVANCEMENT OF EDUCATION" UNDER
INTERNAL REVENUE CODE
501(C)(3).

THE TOWNIES FOR RESPONSIBLE VOTERS MISSION IS
TO INFORM ON CURRENT
EVENTS, HISTORY, CIVICS AND OTHER RELATED
FIELDS AS WELL AS DRIVE VOTER
REGISTRATION AND PARTICIPATION.

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:

A. THE INTERNAL AFFAIRS OF THE CORPORATION
SHALL BE GOVERNED BY ITS
BYLAWS.

B. NO PART OF THE NET EARNINGS OF THE
CORPORATION SHALL INURE TO THE
BENEFIT OF, OR BE DISTRIBUTABLE TO ITS
MEMBERS, TRUSTEES, 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.

C. 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 INTERNAL REVENUE CODE OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

D. NO TRUSTEE OR OFFICER UNDERTAKING TO EXERCISE THE RESPONSIBILITIES OF A TRUSTEE OR OFFICER SHALL HAVE PERSONAL LIABILITY TO THE CORPORATION OR TO ITS MEMBERS FOR MONETARY DAMAGES FOR BREACH OF SUCH TRUSTEE'S OR OFFICER'S DUTY AS A TRUSTEE OR OFFICER FOR (1) ANY BREACH OF SUCH TRUSTEE'S OR OFFICER'S DUTY OF LOYALTY TO THE CORPORATION AND ITS MEMBERS; (2) ACTS OR OMISSIONS NOT IN GOOD FAITH OR WHICH INVOLVE INTENTIONAL MISCONDUCT OR A KNOWING VIOLATION OF LAW; OR(3) ANY TRANSACTION FROM WHICH SUCH TRUSTEE OR OFFICER DERIVED AN IMPROPER PERSONAL BENEFIT (UNLESS SAID TRANSACTION IS PERMITTED BY RHODE ISLAND GENERAL LAWS 7-6-26.1)

E. THE ORGANIZATION AGREES TO INDEMNIFY, DEFEND AND SAVE HARMLESS THE MEMBERS, ITS OFFICERS, TRUSTEES AND EMPLOYEES, FROM AND AGAINST ALL LIABILITY, LOSS, COST OR EXPENSE (INCLUDING ATTORNEY'S FEES) BY REASON OF LIABILITY IMPOSED UPON THE CLIENT, ARISING OUT OF OR RELATED TO ORGANIZATION'S ACTIVITIES, WHETHER CAUSED BY OR CONTRIBUTED TO BY THE MEMBERS OR ANY OTHER PARTY INDEMNIFIED HEREIN, UNLESS CAUSED BY THE SOLE NEGLIGENCE OF THE MEMBER OR ANY OTHER PARTY INDEMNIFIED HEREIN.

F. UPON THE DISSOLUTION OF THE CORPORATION, ASSETS AND PROPERTY SHALL, AFTER PAYMENT OF NECESSARY EXPENSES, BE

DISTRIBUTED TO THE TO ANOTHER
NON-PROFIT ORGANIZATION FOR ONE OR MORE
EXEMPT PURPOSES WITHIN THE
MEANING OF THE INTERNAL REVENUE CODE, OR
SHALL BE DISTRIBUTED TO THE
FEDERAL GOVERNMENT, OR TO A STATE OR LOCAL
GOVERNMENT, FOR A PUBLIC
PURPOSE. ANY SUCH ASSETS NOT SO DISPOSED OF
SHALL BE DISPOSED OF BY A
COURT OF COMPETENT JURISDICTION OF THE COUNTY
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.

G. DISSOLUTION REQUIRES THE CONCURRENCE OF
TWO-THIRDS (2/3RDS) OF THE
TRUSTEES IN OFFICE, FOLLOWED BY A VOTE OF
TWO-THIRDS (2/3RDS) OF THE
MEMBERSHIP.

H. AMENDMENTS TO THE ARTICLES OF
INCORPORATION MUST BE APPROVED BY TWO-
THIRDS (2/3RDS) OF THE CURRENT TRUSTEES IN
OFFICE AND SUBSEQUENTLY BY A
MAJORITY OF THE MEMBERSHIP, EXCEPT TO AMEND
PART G OF THESE ARTICLES
WHICH SHALL REQUIRE TWO-THIRDS (2/3RDS) VOTE
OF THE MEMBERSHIP AND
EXCEPT TO AMEND THE REGISTERED AGENT OR
REGISTERED OFFICE OR UPDATE
NAMES OF OFFICERS AND TRUSTEES VIA THE ANNUAL
REPORT, WHICH MAY BE
APPROVED BY A SINGLE MAJORITY VOTE. NO
CHANGES SHALL TAKE EFFECT UNTIL
SUBMITTED TO AND APPROVED BY THE RHODE ISLAND
OFFICE OF THE SECRETARY
OF STATE IN ACCORDANCE WITH RHODE ISLAND
LAWS.

ARTICLE V

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

No. and Street: 80 VILLAGE GREEN NORTH
City or Town: EAST PROVIDENCE State: RI Zip: 02915

The name of its initial registered agent at such address is JASON J. DESROSIERS

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	RODRIGO P. PIMENTEL	22 MANNING DRIVE RIVERSIDE, RI 02915 USA
DIRECTOR	JASON J. DESROSIERS	80 VILLAGE GREEN NORTH EAST PROVIDENCE, RI 02915 USA
DIRECTOR	ADAM C. L. MINER	128 HAZARD AVENUE EAST PROVIDENCE, RI 02914 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	RODRIGO P. PIMENTEL	22 MANNING DRIVE RIVERSIDE, RI 02915 USA
INCORPORATOR	JASON J. DESROSIERS	80 VILLAGE GREEN NORTH EAST PROVIDENCE, RI 02915 USA
INCORPORATOR	ADAM C. L. MINER	128 HAZARD AVENUE EAST PROVIDENCE, RI 02914 USA

ARTICLE VIII

Date when corporate existence is to begin 03/29/2018

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

Signed this 29 Day of March, 2018 at 12:45:16 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.

RODRIGO P. PIMENTEL

JASON J. DESROSIERS

ADAM C. L. MINER

Form No. 200
Revised 09/07



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:

March 29, 2018 12:46 PM

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

