

State of Rhode Island and Providence Plantations

NON-PROFIT CORPORATION

ORIGINAL ARTICLES OF INCORPORATION

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

FIRST: The name of the corporation is The Ruth and Max Alperin Schechter Day  
School Supporting Foundation

SECOND: The period of its duration (if perpetual, so state) perpetual

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

To operate exclusively for charitable, educational and/or religious purposes by conducting or supporting activities for the benefit of, to perform the functions of, or to carry out the purposes of, The Ruth and Max Alperin Schechter Day School and the Jewish Federation of Rhode Island, both of which are organizations described under Section 501(c)(3) and Sections 509(a)(1) of the Internal Revenue Code.

FOURTH: Provisions (if any) for the regulation of the internal affairs of the corporation, including provisions for the distribution of assets on dissolution or final liquidation, are:

(Note 1)

See Exhibit A Attached Hereto and Incorporated By Reference Herein

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By [Signature]  
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FIFTH: The address of the initial registered office of the corporation is.....

10 Weybosset Street, Providence, RI 02903 (add Zip Code),

and the name of its initial registered agent at such address is: Robert P. Landau

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is....., and the names and addresses of the persons who are to serve as the initial directors are:

Name	Address
Dr. Nathan Beraha	176 Cole Avenue, Providence, RI 02906
Matthew Shuster	15 Butler Court, Warwick, RI 02888
Harris N. Rosen	224 George Street, Providence, RI 02906
David M. Hirsch	17 Wriston Drive, Providence, RI 02906
Charles D. Adler	117 Cole Avenue, Providence, RI 02906

SEVENTH: The name and address of each incorporator is:

Name	Address
Robert P. Landau	10 Weybosset Street, Providence, RI 02903

EIGHTH: Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation): upon filing of these Articles

Dated November 3, 1995



Robert P. Landau

Incorporator(s)

NOTE:

1. If no provision for the regulation of the internal affairs of the corporation or for the distribution of assets on dissolution or final liquidation are to be set forth, insert "None." In an appropriate case provisions relating to members, their qualifications and rights (Section 7-6-15) may be inserted here.

Exhibit A

All corporate actions, powers and purposes, as carried out, shall be consistent with the provisions of Sections 501(a) and 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and with Title 7, Chapter 6 of the General Laws of Rhode Island, as amended.

No part of the assets or net earnings of the 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 actually rendered and to make payments and distributions in furtherance of its exempt purposes. Except to the extent permitted by Section 501(h) of the Code, no substantial part of the activities of the corporation shall consist of 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. It is intended that the corporation shall be entitled to exemption from federal income tax under Section 501(a) of the Code.

Upon the dissolution or winding up of the affairs of the corporation, whether voluntary or involuntary, the assets of the corporation, after all debts have been satisfied, shall be distributed, transferred and paid over to The Ruth and Max Alperin Schechter Day School if it is then an organization described under Section 501(c)(3) and Sections 509(a)(1) or (2) of the Code, or, to the Jewish Federation of Rhode Island if The Ruth and Max Alperin Schechter Day School is not so described. If both The Ruth and Max Alperin Schechter Day School and the Jewish Federation of Rhode Island cease to be organizations described under Section 501(c)(3) and Sections 509(a)(1) or (a)(2) of the Code, the assets of the corporation shall be distributed in such amounts as the Board of Directors may determine, or as may be determined by a court of competent jurisdiction, exclusively to organizations which would then be described under the provisions of Section 501(c)(3) and Sections 509(a) (1) or (2) of the Code and whose operations are consistent with the purposes set forth in Article Third above.

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## ALPERIN SCHECHTER DAY SCHOOL

Myrna M. Rubel  
Director

Nathan B. Beraha  
President

November 6, 1995

Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, R.I. 02903

Re: The Ruth and Max Alperin Schechter  
Day School Supporting Foundation

Dear Sir/Madam:

The Ruth and Max Alperin Schechter Day School hereby consents to the use of the corporate name, The Ruth and Max Alperin Schechter Day School Supporting Foundation.

Sincerely yours,

Nathan Beraha, President

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By MSY

Marcia L. Kaunfer  
Assistant Director

Rabbi Andrea M. Gouze  
Judaic Studies Coordinator



STATE OF RHODE ISLAND & PROVIDENCE PLANTATIONS  
DEPARTMENT OF EDUCATION

22 Hayes Street  
Providence, R.I. 02908

Peter McWalters  
Commissioner

(401) 277-2031  
FAX (401) 277-6178  
Voice/TDD (401) 277-2031

November 7, 1995

Ms. Sandra M. Williams  
Director of Corporations  
Office of Secretary of State  
100 North Main Street  
Providence, Rhode Island 02908

Re: Ruth and Max Alperin Schechter Day School Supporting Foundation

Dear Ms. Williams:

Please be advised that this office has been contacted by Attorney Robert Landau regarding the approval status of the Ruth and Max Alperin Schechter Day School Supporting Foundation. The Department of Education does not regulate supporting foundations and as such the above request is not under our jurisdiction. FYI however, the Alperin Schechter Day School (K - 8) has been fully approved under the regulations of the State of Rhode Island for the 1995-96 school year.

Sincerely,

Stephen A. Nardelli  
School Improvement Center

SAN/kdn