

ORIGINAL ARTICLES OF ASSOCIATION
(NON-BUSINESS CORPORATION)

Know all Men by these Presents, That we JOHN ANDERSON, ~~XXXXXX~~
JOHN PERRINO, RAYMOND GAILLAGUET and BRENTON THURSTON, and
WILLIAM C. HILLMAN

all of lawful age, hereby agree to and with each other:

FIRST. To associate ourselves together with the intention of forming a corporation under and by virtue of the powers conferred by Chapter 7-6 of the General Laws of Rhode Island, as amended.

SECOND. Said corporation shall be known by the name of
RHODE ISLAND PHILATELIC SOCIETY

THIRD. Said corporation is constituted for the purpose of promoting and
furthering the collection of postage stamps and other philatelic
activities.

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See §§ 7-6-7, 7-6-8 of the General Laws.)

To do any lawful act which is necessary or proper to accomplish the purposes of its incorporation. Without limiting or enlarging the effect of this general grant of authority, it is hereby specifically provided that every such corporation shall have power:

- (a) to have perpetual succession in its corporate name, ~~unless a period for its duration is limited in its articles of association or charter;~~ — — —
- (b) to sue and be sued in its corporate name;
- (c) to have and use a common seal and alter the same at pleasure;
- (d) to elect such officers and appoint such agents as its purposes require, and to fix their compensation and define their duties;
- (e) to make by-laws not inconsistent with the Constitution or laws of the United States or of this state, or with the corporation's charter or articles of association, determining the time and place of holding and the manner of calling and of conducting meetings of its members and directors, the manner of electing its officers and directors, the mode of voting by proxy, and the number, qualifications, powers, duties and term of office of its officers and directors, and containing any other provisions, whether of the same or of a different nature, for the management of the corporation's property and the regulation and government of its affairs;
- (f) to make contracts, incur liabilities and borrow money.

Said corporation shall be entitled to take, hold, transmit and convey real and personal estate to an amount not exceeding in all one hundred fifty thousand dollars (\$150,000); provided, however, that the foregoing limitation shall not apply to corporations organized for the purposes of fostering, encouraging and assisting the physical location, settlement or resettlement of industrial and manufacturing enterprises within the state, and to whose members no profit shall ensue. If any corporation subject to the foregoing limitation desires to take and hold property to an amount exceeding one hundred fifty thousand dollars (\$150,000) either originally or by amendment, such privilege shall be granted only by the general assembly on petition thereto

(Over)

FOURTH. Said corporation shall be located in Providence, Rhode Island.
(City or Town)

(Further provisions not inconsistent with law)

FIFTH. The corporation is not formed for pecuniary or financial gain, and no part of the assets or income of the Society is distributable to, or inures to the benefit of, its officers or members, 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.

SIXTH. 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 (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

SEVENTH. Upon the dissolution of the corporation, after payment of all corporate liabilities, all corporate assets shall be distributed to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code or any other corresponding provision of any future United States Internal Revenue law as determined by the members of the corporation in accordance with the voting procedures set forth in the corporate by-laws.

In Testimony Whereof, We have hereunto set our hands and stated our residences this

3rd day of April A. D. 19 79

NAME	RESIDENCE
<u>John I. Anderson</u>	<u>58 Tiernan Ave., Warwick, RI</u>
<u>John I. Perrino</u>	<u>222 Pawtucket Ave., Pawtucket, RI</u>
<u>Raymond L. Gaillaguet</u>	<u>34 Wildwood Dr., Cranston, RI</u>
<u>Brenton Thurston</u>	<u>15 Fletcher St., Rumford, RI</u>
<u>William C. Hillman</u>	<u>73 Northampton St., Warwick, RI</u>
	<u>54 Rumstick Road, Barrington, RI</u>

STATE OF RHODE ISLAND, }
COUNTY OF Providence }

In the City, Town of Providence

in said county this 3rd day of April A. D. 19 79, then

personally appeared before me John Anderson, Paul D. D'Amico, John Perrino,

Raymond Gaillaguet and Brenton Thurston

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

William C. Hillman

Notary Public.

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

In the City of Providence in said county this 4th day of April, A.D., 1979, then personally appeared before me William C. Hillman, known to me and known by me to be the party executing the foregoing instrument, and he acknowledged said instrument by him to be his free act and deed.

Mary D. Impeghizzo
Notary Public

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Non-Business Corporation

ORIGINAL

ARTICLES OF ASSOCIATION OF

RHODE ISLAND PHILATELIC SOCIETY

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FILED IN THE OFFICE OF THE
SECRETARY OF STATE

APR 5 1979

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