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State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903-1335

NON-PROFIT CORPORATION

ORIGINAL ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a corporation under Chapter 7-6-34 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 Artists' Cooperative Gallery of Westerly, Inc

Perpetual

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

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

To provide a venue for the education of artists of all levels of expertise, the education of the public in the appreciation and understanding of fine art and crafts, and for the exhibition and promotion of fine art and crafts of all types. Its activities may include but are not limited to workshops, lectures, classes, demonstrations, seminars, exhibitions of members' work, and regional juried shows, intended to further the appreciation and knowledge of fine art and crafts for artists and the public.

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)

1. Membership is open to all artists who produce any kind of visual art or craft whose works are judged to be of professional quality by the current membership. 2. Frequent informal meetings, and one annual meeting are held in which the membership makes decisions and takes action democratically. 3. Gallery expenses are met by a combination of members' yearly dues, hanging fees, entry fees for regional juried shows, and donations. Monies are used to pay operating expenses. Members are required to donate hours of work to the Cooperative each month. 4. No sales commission is taken by the Cooperative. 5. Each artist is required to pay sales tax to the State of RI, and have a valid Permit to Make Sales at Retail. The Cooperative's tangible assets are minimal since all members must supply suitable display devices. 6. Upon dissolution of the Cooperative, members' dues shall be refunded on a prorated basis. Any extra monies shall be donated to the Westerly Public Library to purchase art books; or to another non-profit organization.

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CORPORATIONS DIV.

FIFTH: The address of the initial registered office of the corporation is (Provide street address - Not P.O. Box)

12 High Street, Westerly, RI 02891 (add Zip Code),

and the name of its initial registered agent at such address is: Craig Richardson

Craig Richardson
Signature

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

Name	Address
Craig Richardson	P.O. Box 43, Bradford, RI 02808
Lynn Anderson	91 Noble Ave, Noank, CT 06340
Jae Brown	704 Al Harvey Rd, Stonington, CT 06378
Charles P. Ligouri	40 Boom Bridge Road, Westerly, RI 02891
Paul Flanagan	4 Schiller Avenue, Pawcatuck, CT 06379
Bruce McDermott	P.O. Box 203, 328 Noank Road, West Mystic, CT 06388

SEVENTH: The name and address of each incorporator is:

Name	Address
Mary Anne Sherman	233 Alton Bradford Road, Wood River Junction, RI 02894
Paula Marcus	10 Main Street, Noank, CT 06340
Hal Geller	453 Moonstone Beach Road, South Kingstown, RI 02879
Pat Lyon	390 Woodruff Avenue, Wakefield, RI 02879
Millie Wiskari	P.O. Box 97, 19 Pietila Road, Charlestown RI 02813
Margaret H Davis	6 Lynch Lane Ashaway RI 02804

EIGHTH: Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation): February 12, 1997

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CORPORATE REGISTRATION
FEB 10 3 08 PM '97

Dated February 5, 1997

FILED
FEB 10 1997
By *J. L. L...*
0179503

Craig Richardson, Lynn Anderson, Jae Brown
All Incorporators must sign
Mary Anne Sherman, Paul Marcus, Bruce McDermott
Hal Geller, Patricia Lyon, Millie Wiskari
Margaret H Davis
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.