

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION (NON-BUSINESS CORPORATION)

Know all Men by these Presents, That we Eugene Charniak, Jaffa Davies,
Elaine Fain, ~~XXXXXX~~, Frederick Lippitt, Mary Moore, Joan
Richards, Sylvia Sapir, Barbara Wigren, Carolyn Windham and
Patricia A.S. Zesk

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 COLLEGE HILL
NEIGHBORHOOD ASSOCIATION

THIRD. Said corporation is constituted for the purpose of lessening the burden of government and combating community deterioration by maintaining and improving and by cooperating with governmental officials and agencies in maintenance and improvement of common and public areas, generally located in the neighborhood on the East Side of Providence, which is bounded by and includes Olney Street on the north, Angell Street on the south and Hope and Thayer Streets on the east and bounded on the west (but not including) Benefit Street; and such other activities and purposes not inconsistent with the foregoing; as may be necessary or desirable to effectuate the foregoing.

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See §§ 7-6-7, 7-6-7.1 and 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 certain corporations organized for the purposes enumerated in § 7-6-8. 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. No part of the 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 rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. 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, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. 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 of 1954, as amended, (the "Code") (or the corresponding provision of any future United States Internal Revenue Code) or (b) by a corporation, contributions to which are deductible under Section 170(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law).

SIXTH. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Superior Court 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.

SEVENTH. (1) The corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code. (2) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Code. (3) The corporation shall not retain any excess business holdings as defined in Section 4932(c) of the Code. (4) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code. (5) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code.

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

25th	day of	April	A. D. 19 84
NAME	RESIDENCE		
<i>Patricia A. Zesk</i>	64 Barnes St, Providence RI		
Barbara C. Wigren	19 Barnes St, Providence R.I.		
Eugene Charniak	106 Halsay St Providence RI		
Frederick Lippitt	108 Prospect St Providence		
Elaine Fain	48 Congdon St Providence, R.I.		
Joan Richards	15 Brighton St Providence, R.I.		
Carolyn Windham	155 Congdon St., Pmv. RI.		

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STATE OF RHODE ISLAND, }
COUNTY OF PROVIDENCE }

In the City } of Providence
Town }

in said county this 25th day of April A. D. 19 84, then
personally appeared before me Eugene Charniak, Jaffa Davies, Elaine Fain,
~~XXXXXXXXXX~~, Frederick Lippitt, Mary Moore, Joan Richards, Sylvia
Sapir, Barbara Wigren and Carolyn Windham.

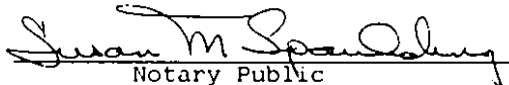
each and all known to me and known by me to be the parties executing the foregoing
instrument, and they severally acknowledged said instrument by them subscribed to be
their free act and deed.



PATRICIA A. S. ZESK Notary Public.
My Commission Expires June 30, 1986
In the City of Providence

STATE OF RHODE ISLAND)
COUNTY OF PROVIDENCE)

in said county this 25th day of April, 1984, then
personally appeared before me Patricia A.S. Zesk known
by me to be the party executing the foregoing instrument, and
acknowledged said instrument by her subscribed to be her free
act and will.



Notary Public

SUSAN M. SPAULDING
My Commission Expires June 30, 1986

90 / Non-Business Corporation

ORIGINAL

ARTICLES OF ASSOCIATION OF

COLLEGE HILL NEIGHBORHOOD
ASSOCIATION

268 5241E14 3500 3500BL

FILED IN THE OFFICE OF THE
SECRETARY OF STATE
APR 26 1984

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NAME

RESIDENCE

Laura K. Quares

72 Barnes St. Prov. R.I. 02906

Wendy Mode

35 Craighead St. Prov. R.I. 02906

Sylvia Sapin

112 Prospect St, Prov., R.I. 0290