

Filing Fee: \$35.00

ID Number: 138118



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

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CORPORATIONS DIVISION
STATE OF RHODE ISLAND
FEB 23 12 51 PM '04

NON-PROFIT CORPORATION

ARTICLES OF INCORPORATION
(To Be Filed In Duplicate Original)

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:

- 1. The name of the corporation is Tavern Hall Preservation Society, Inc.
2. The period of its duration is (if perpetual, so state) Perpetual
3. The specific purpose or purposes for which the corporation is organized are:
a) The preservation, promotion and development of the historical assets of the Village of Kingston and the Town of south Kingstown, Rhode Island; b) To promote the education of all citizens of the Village of Kingston and the Town of South Kingstown as to the historical treasures located therein; c) To promote the study, collection, and preservation of historical records, traditions, relics, landscapes, landmarks, and buildings located in and related to the Village of Kingston and the Town of South Kingstown; d) To conduct other such activities and programs in furtherance of the foregoing purposes as may be carried out by a corporation organized under RIGL, Ch. 180 and IRS/IRC Section 501(c)(3).
4. 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:
To operate exclusively for charitable and educational purposes. 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 above. The corporation shall not participate in any individual's or party's campaign for public office.

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By [Signature]
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5. The address of the initial registered office of the corporation is 60 South County Commons Way
(Street Address, not P.O. Box)
Wakefield, RI 02879, and the name of its initial registered agent at such
(City/Town) (Zip Code)
 address is James V. Aukerman, Counsellor at Law
(Name of Agent)

6. The number of directors constituting the initial Board of Directors of the Corporation is five
(not less than three directors)
 and the names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
<u>Elizabeth Indeglia</u>	<u>2563 Kingstown Road, Kingston, RI 02881</u>
<u>Theodore F. Jakubowski</u>	<u>22 Conant Lane, Kingston, RI 02881</u>
<u>Robert L. Liguori</u>	<u>3 Boxwood Court, Peace Dale, RI 02883</u>
<u>Angelo B. Mendillo</u>	<u>119 Cherry Road, Kingston, RI 02881</u>
<u>William D. Metz</u>	<u>141 Cherry Road, Kingston, RI 02881</u>

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>Elizabeth Indeglia</u>	<u>2563 Kingstown Road, Kingston, RI 02881</u>
<u>Theodore F. Jakubowski</u>	<u>22 Conant Lane, Kingston, RI 02881</u>
<u>Robert L. Liguori</u>	<u>3 Boxwood Court, Peace Dale, RI 02883</u>
<u>Angelo B. Mendillo</u>	<u>119 Cherry Road, Kingston, RI 02881</u>
<u>William D. Metz</u>	<u>141 Cherry Road, Kingston, RI 02881</u>

8. Date when corporate existence is to begin Feb 23, 2004
(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Under penalty of perjury, I/we declare and affirm that I/we have examined these Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: February 20, 2004

Elizabeth Indeglia
Theodore F. Jakubowski
Robert L. Liguori
Angelo Mendillo
William D Metz

Signature of each Incorporator

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(401) 222-3040

INSTRUCTIONS FOR FILING ARTICLES OF INCORPORATION FOR A DOMESTIC NON-PROFIT CORPORATION

Section 7-6-34 of the General Laws of Rhode Island, as amended

1. To incorporate, Articles of Incorporation (Form No. 200) must be filed, in duplicate original, with the Office of the Secretary of State, Corporations Division, at the above address. When the Articles are properly completed, signed and submitted with the correct filing fee, a Certificate of Incorporation, together with the file stamped duplicate original Articles of Incorporation affixed thereto, shall be returned to the filer.
2. The Articles of Incorporation must be accompanied by a filing fee of \$35.00, and payment should be made payable to the Rhode Island Secretary of State.
3. The proposed name of the non-profit corporation cannot be the same as, or deceptively similar to, the name of any entity, name reservation or registration on file with the Corporations Division. Availability of the corporation's name should be checked prior to the submission of the articles by calling the above telephone number. This is only a preliminary clearance and does not ensure that the name will be acceptable upon filing the Articles of Incorporation. It is suggested that you do not make any financial expenditures or execute documents utilizing the name based upon this preliminary clearance. The final determination as to availability of the name will be made when the documents are submitted for filing.
4. The non-profit corporation's initial board of directors must consist of at least three (3) directors. Pursuant to Section 7-6-23 of the General Laws, the number of directors of a corporation shall be not less than three (3).
5. The Articles of Incorporation must be signed, in duplicate original, by each of the incorporators listed in item 7 of the Articles.
6. Each corporation shall have and continuously maintain in this state a registered office, which may be, but need not be, the same as its place of business, and a registered agent, which agent may be either an individual resident in this state whose business office is identical with the registered office, or a domestic corporation, or a foreign corporation authorized to transact business in this state, having a business office identical with the registered office. However, in the case where the registered agent of a corporation is an attorney, the business address of the agent need not be identical with the registered office, but may be the usual business address of the attorney. The registered agent so appointed by a corporation shall be an agent of the corporation upon whom any process, notice or demand required or permitted by law to be served upon the corporation may be served.
7. The corporation is responsible for filing an annual report each calendar year during the month of June, beginning with the year following the year of incorporation. An annual report form will be mailed to the registered agent prior to June 1 each year. Be sure to follow up with your registered agent concerning the filing of this report.
8. Failure to comply with Nos. 4 and 5 above may result in the revocation of the Certificate of Incorporation pursuant to the provisions of Section 7-6-56 of the General Laws, as amended.

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m.