



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$35.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Non-Profit Corporation
Articles of Incorporation**

(Chapter 7-6-34 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the corporation is The Rhode Island People's History Center

ARTICLE II

The period of its duration is Perpetual _____

ARTICLE III

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

THE RHODE ISLAND PEOPLE'S HISTORY CENTER IS ORGANIZED EXCLUSIVELY TO COORDINATE A PEOPLE'S HISTORY LIBRARY, PEOPLE'S HISTORY MUSEUM AND RELATED EDUCATIONAL ACTIVITIES.

ARTICLE IV

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:

ALL CORPORATE POWERS SHALL BE EXERCISED BY, OR UNDER THE AUTHORITY OF, AND THE BUSINESS AND AFFAIRS OF THE RHODE ISLAND PEOPLE'S HISTORY CENTER SHALL BE CONTROLLED BY THE BOARD OF DIRECTORS. WITHOUT PREJUDICE TO SUCH GENERAL POWERS, BUT SUBJECT TO THE SAME LIMITATIONS, IT IS HEREBY EXPRESSLY DECLARED THAT THE DIRECTORS SHALL HAVE THE FOLLOWING POWERS:

(A) TO CONDUCT, MANAGE AND CONTROL THE AFFAIRS OF THE RHODE ISLAND PEOPLE'S HISTORY CENTER, AND TO MAKE SUCH RULES AND REGULATIONS THEREFOR, NOT INCONSISTENT WITH LAW, OR WITH THE ARTICLES OF INCORPORATION, OR THE BYLAWS, AS THEY MAY DEEM BEST.

(B) TO CHANGE THE PRINCIPAL OFFICE OF THE PEOPLE'S HISTORY CENTER FOR THE TRANSACTION OF ITS BUSINESS FROM ONE LOCATION TO ANOTHER;

(C) TO MANAGE IN SUCH MANNER AS THEY MAY DEEM BEST, ALL FUNDS AND PROPERTY, REAL AND PERSONAL, RECEIVED AND ACQUIRED BY THE PEOPLE'S HISTORY CENTER, AND TO DISTRIBUTE, LOAN OR DISPENSE THE SAME OR THE INCOME AND PROFITS THEREFROM.

NUMBER OF DIRECTORS THE NUMBER OF DIRECTORS CONSTITUTING THE ENTIRE

BOARD SHALL BE A MINIMUM OF 3 AND A MAXIMUM OF 7. DIRECTORS SHALL BE APPOINTED WITH A 2/3 MAJORITY VOTE BY THE BOARD.

REMOVAL, RESIGNATION ANY DIRECTOR MAY RESIGN FROM OFFICE AT ANY TIME BY GIVING WRITTEN NOTICE THEREOF TO THE BOARD OF THE RHODE ISLAND PEOPLE'S HISTORY CENTER. ANY DIRECTOR MAY BE REMOVED FOR CAUSE BY A 2/3 VOTE OF ALL OF THE OTHER DIRECTORS THEN IN OFFICE.

QUORUM AND VOTING A QUORUM WILL CONSIST OF AT LEAST 1/3 OF THE TOTAL NUMBER OF DIRECTORS. EVERY ACT OR DECISION DONE OR MADE BY A MAJORITY OF THE DIRECTORS PRESENT AT A MEETING DULY HELD, AT WHICH A QUORUM WAS PRESENT, SHALL BE REGARDED AS THE ACT OF THE BOARD OF DIRECTORS, UNLESS A GREATER NUMBER IS REQUIRED BY LAW OR BY THE ARTICLES OF INCORPORATION OR BY THESE BYLAWS. EACH DIRECTOR PRESENT SHALL BE ENTITLED TO 1 VOTE.

COMMITTEES COMMITTEES OF THE BOARD OF DIRECTORS SHALL BE STANDING OR SPECIAL. THE BOARD OF DIRECTORS MAY REFER TO THE PROPER COMMITTEE ANY MATTER AFFECTING THE RHODE ISLAND PEOPLE'S HISTORY CENTER OR ANY OPERATIONS NEEDING STUDY, RECOMMENDATION, OR ACTION.

THE BOARD MAY ESTABLISH SUCH STANDING OR SPECIAL COMMITTEES AS IT DEEMS APPROPRIATE WITH SUCH DUTIES AND RESPONSIBILITIES AS IT SHALL DESIGNATE.

THE BOARD SHALL APPOINT THE MEMBERS OF SUCH COMMITTEES. PERSONS OTHER THAN DIRECTORS MAY BE APPOINTED TO SUCH COMMITTEES.

ARTICLE V

The street address (post office boxes are not acceptable) of the initial registered office of the corporation is:

No. and Street: 1220 KINGSTOWN RD

101

City or Town: SOUTH KINGSTOWN

State: RI

Zip: 02879

The name of its initial registered agent at such address is

SARAH MARKEY

ARTICLE VI

The number of directors constituting the initial Board of Directors of the Corporation is 3 and the names and addresses of the persons who are to serve as the initial directors are:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
DIRECTOR	SARAH MARKEY	461 WOODRUFF AVE SOUTH KINGSTOWN, RI 02879 US
DIRECTOR	TARA APPERSON	20 ALLEN AVE SOUTH KINGSTOWN, RI 02879 US
DIRECTOR	BROOKE CONLEY	476 WOODRUFF AVE SOUTH KINGSTOWN, RI 02879 US

ARTICLE VII

The name and address of the incorporator is:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
INCORPORATOR	SARAH MARKEY	461 WOODRUFF AVE SOUTH KINGSTOWN, RI 02879 US

ARTICLE VIII

Date when corporate existence is to begin 03/30/2019

(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Signed this 14 Day of March, 2019 at 11:30:44 AM by the incorporator(s). *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-6.*

Enter signature(s) below.

SARAH MARKEY

Form No. 200
Revised 09/07

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State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly executed in
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as
amended, has been filed in this office on this day:

March 14, 2019 11:26 AM

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive.

Nellie M. Gorbea
Secretary of State

