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State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

CORPORATIONS DIVISION

100 NORTH MAIN STREET

PROVIDENCE, RI 02903

NON-PROFIT CORPORATION

90925

ORIGINAL ARTICLES OF INCORPORATION

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:

FIRST: The name of the corporation is Westerly College Club, Inc.

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

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

(see attached)

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)

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction of the State in which the principal office 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.

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By

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FIFTH: The address of the initial registered office of the corporation is 41 Grove Ave., P.O. Box 153, Westerly, Rhode Island 02891 (add Zip Code), and the name of its initial registered agent at such address is: Frederick C. Eckel, Jr.

Signature

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

Name	Address
Margaret G. Richards	11 Waxcadowa Ave., Weekapaug, RI 02891
Irene L. Spross	8 Brahms Rd., Shelter Harbor, RI 02891
Virginia Sullivan	30 Meadow Drive, Westerly, RI 02891

SEVENTH: The name and address of each incorporator is:

Name	Address
Margaret G. Richards	11 Waxcadowa Ave., Weekapaug, RI 02891
Irene L. Spross	8 Brahms Rd., Shelter Harbor, RI 02891
Virginia Sullivan	30 Meadow Drive, Westerly, RI 02891
Mildred H. Bray	10 Greenman Ave., Westerly, RI 02891
Dorothy K. Duff	10 No. William's Ave., Weekapaug, RI 02891
Helen C. Lathrop	4 Thompson's Corners, Westerly, RI 02891

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

Dated May 8, 1996

Margaret G. Richards
Helen C. Lathrop
Irene L. Spross
Dorothy K. Duff
Mildred H. Bray
Virginia S. Sullivan
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.

Articles of Incorporation - Westerly College Club, Inc.

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

1. To promote fellowship among college-trained women and by their combined efforts to make worthwhile charitable and educational contributions to the cultural and civic life of the community and to award scholarships to applicants who meet the qualifications established by the members.

2. This corporation is organized exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

3. 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 herein. 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 (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provisions of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.



State of Rhode Island and Providence Plantations
OFFICE OF HIGHER EDUCATION
301 Promenade Street Providence, RI 02908-5720

Stephen T. Hulbert
Commissioner

401-277-6560
FAX 401-277-6111
TDD 277-1350

July 2, 1996

Sandra M. Williams
Director of Corporations
Office of the Secretary of State
100 North Main Street
Providence, Rhode Island 02903-1335

Re: Westerly College Club Inc.

Dear Sandy:

We are in receipt of the incorporation papers for the Westerly College Club Inc., and have reviewed these documents. There appears to be nothing in these papers which is in conflict with the provisions of Section 16-40-1(b) of the General Laws of Rhode Island, 1995, as amended. Accordingly, we have no problems with having you proceed with the incorporation of this club.

Thank you for giving us the opportunity to review these papers.

Sincerely,

Cynthia V.L. Ward
Associate Commissioner

CVLW/dv

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PROVIDENCE, RHODE ISLAND