

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION (NON-BUSINESS CORPORATION)

Know all Men by these Presents, That we Helen Migliaccio, Nancy Johnson,
Margaret Tarmey, Janice Varone, Eleanor Sasso

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 VICS, INC.

VOLUNTEERS IN CRANSTON SCHOOLS

THIRD. Said corporation is constituted for the purpose of establishing, promoting and furthering effective volunteer charitable programs in public and private education in the City of Cranston whereby community resources may be made available to students, under professional guidance at no expense to said students; to assure that these programs utilizing unpaid volunteers will meet students' needs, be professionally acceptable, and provide supportive services to volunteers in education, thus contributing to the educational process; to foster expansion of communication between schools and their communities; to provide a variety of resources for professional educators on matters pertaining to the utilization of volunteers; to provide for the development of human relations skills in professional educators and volunteers in education; to receive, administer and dispense grants-in-aid, donations and endowments of every type from members of the general public, other charitable entities and other public and private sources, including governmental bodies and agencies, in connection with such goals and performing such related activities as may be necessary or convenient

time to time (or the corresponding provision of any future such United States Revenue law) and provided further, however, that this corporation shall not be empowered to own or administer an academy, college, university or other institution of education as stated in Section 16-40-1 of the General Laws of Rhode Island, nor shall this corporation be empowered to grant academic or other degrees as stated in Section 16-40-2 of such laws.

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 corporations organized for the purposes of fostering, encouraging and assisting the physical location, settlement or resettlement of industrial and manufacturing enterprises within the state, and to whose members no profit shall ensue. 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 Cranston, Rhode Island.
(City or Town)

(Further provisions not inconsistent with law)

FIFTH The class, rights, privileges, qualifications, obligations, and the manner of election or appointment of members are as follows:

The voting members of this corporation shall consist of the incorporators of the corporation, and thereafter such persons as may become voting members in accordance with the Bylaws of the corporation and who retain their membership in good standing according to the provisions of the Bylaws of the corporation. The members shall have all of the rights, privileges and obligations usually or by law accorded to the members of a Rhode Island non-business corporation and not reserved thereby or by the Bylaws to the Board of Directors or officers of the corporation. No person shall be excluded from membership by reason of race, color, creed, sex, economic or social status or political belief.

SIXTH The corporation shall not have or issue shares of stock or pay dividends.

In the event of the liquidation, dissolution or winding up of the corporation, whether voluntary, involuntary, or by operation of law, any remaining property or effects of the corporation shall be distributed as the Board of Directors shall determine, to such organizations or organization located in the State of Rhode Island as are defined in section 170 (c) (2) of the Internal Revenue Code of 1954 as the same may then be amended."

SEVENTH No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, Board of 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 in behalf of any candidate for public office.

Notwithstanding any other provision of these Articles of Association, the corporation shall not carry on any activities which would cause it to be disqualified as a corporation described in Sections 170 (c) (2) or 501 (c) (3) of the United States Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue Law). These Articles of Association shall not be altered or amended in derogation of the foregoing provisions of this Article SEVENTH.

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

10th day of June A. D. 19 75

NAME	RESIDENCE
<i>Helen Migliaccio</i>	126 Arnold Ave., Cranston, R.I.
<i>Nancy Johnson</i>	43 Harwood St., Cranston, R.I.
<i>Margaret Tarmey</i>	94 Sefton Dr., Cranston, R.I.
<i>Janice Varone</i>	10 Dwight St., Cranston, R.I.
<i>Eleanor Sasso</i>	11 Willow Dr., Cranston, R.I.

STATE OF RHODE ISLAND, }
COUNTY OF PROVIDENCE }

In the City ~~FOKKX~~ } of Cranston

in said county this 10th day of June A. D. 19 75, then
personally appeared before me Helen Migliaccio, Nancy Johnson, ~~Margaret~~
Tarmey, Janice Varone, Eleanor Sasso

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.

Chas. A. Schmale
Notary Public.

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Non-Business Corporation

ORIGINAL

ARTICLES OF ASSOCIATION OF

REL 16-75 REC-OF STATE 8335 CD***\$35.00

FILED IN THE OFFICE OF THE
SECRETARY OF STATE

JUL 16 1975 19

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