

Filing Fee \$10.00

State of Rhode Island and Providence Plantations
NON-PROFIT CORPORATION

RESTATED ARTICLES OF INCORPORATION
OF
ELMHURST CONGREGATION OF JEHOVAH'S WITNESSES, INC.

Pursuant to the provisions of Section 7-6-42 of the General Laws, 1956, as amended, the undersigned corporation executes the following Restated Articles of Incorporation for the purpose of restating its Articles of Incorporation as amended in a single instrument:

FIRST: The name of the corporation is
ELMHURST CONGREGATION OF JEHOVAH'S
WITNESSES, INC.

PERPETUAL
SECOND: The period of its duration is

THIRD: The purpose or purposes which the corporation is authorized to pursue are:

Complete copy of RESTATED ARTICLES OF INCORPORATION attached.

See Pages 1 & 2.

FOURTH: Any other provisions not inconsistent with law which are presently set forth in the Articles of Incorporation as heretofore amended, are as follows:

(If there are no other such provisions, so state.)

Complete copy of RESTATED ARTICLES OF INCORPORATION attached.

See Pages 2 & 3.

FIFTH: These Restated Articles of Incorporation correctly set forth without change the corresponding provisions of the Articles of Incorporation as heretofore amended, have been duly adopted as required by law, and supersede the Original Articles of Incorporation and all amendments thereto.

Dated June 22, 1989

ELMHURST CONGREGATION OF JEHOVAH'S WITNESSES, INC. (Note 1)

By J. Boyd Lima (Note 2)

Its President

and Richard P. Bisbano (Note 2)

Its Secretary

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NOTES:

1. Exact corporate name of corporation restating its Articles of Incorporation.
2. Signatures and titles of officers signing for the corporation.

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RESTATED ARTICLES OF ORGANIZATION
ELMHURST CONGREGATION OF JEHOVAH'S WITNESSES, INC.

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

This Corporation is a religious corporation and is not organized for the private gain of any person. It is organized under the General Laws, Chapter 7-6, 1956, as amended, of the State of Rhode Island and Providence Plantations, primarily for religious purposes. The purpose of this Corporation is to hold title to real property and operate a place of religious assembly and public worship for Jehovah's Witnesses in the State of Rhode Island. All members, directors, and officers of this Corporation must be elders in good standing according to the tenets of Jehovah's Witnesses, subject to the direction of the Governing Body of Jehovah's Witnesses, and subject to removal by such Governing Body or its authorized representative. Jehovah's Witnesses are a hierarchical religion as defined by the laws of the State of Rhode Island insofar as this Corporation and the use of any property it holds is concerned. In the very unlikely event that there is any dispute that may arise as to the use of property owned by this Corporation, the use designated by the Governing Body of Jehovah's Witnesses shall be controlling irrespective of the existence of any vote of the members or Directors of this Corporation to the contrary. The members of the Corporation shall act as representatives of members of the congregations of Jehovah's Witnesses that use and financially support this Corporation and the place of religious assembly and

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public worship it operates, subject to the hierarchical spiritual direction of the Governing Body of Jehovah's Witnesses and the duly authorized religious representative of the Governing Body.

FOURTH: Provisions for the regulation of the internal affairs of the corporation, including provisions for the distribution of assets on dissolution or final liquidation, are:

I

(a) The property of this Corporation is irrevocably dedicated to religious purposes, and no part of the net income or assets of this Corporation shall ever inure to the benefit of a director, officer, or member of the Corporation, or to the benefit of any private shareholder.

(b) Upon winding up and dissolution of this Corporation, after paying or adequately providing for the debts and obligations of the Corporation, the remaining assets shall be distributed to the Watchtower Bible and Tract Society of New York, Inc., which is organized and operated exclusively for religious and charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code and Title 44, Chapter 18, Section 30(e) of the General Laws, 1956, as amended, of the State of Rhode Island. If the Watchtower Bible and Tract Society of New York, Inc. is not then in existence and exempt under Section 501(1)(3), then said assets shall be distributed to another organization designated by the Governing Body of Jehovah's Witnesses, which is organized and operated

exclusively for religious purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

II

(a) This Corporation is organized exclusively for religious purposes within the meaning of Internal Revenue Code Section 501(c)(3). Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any activities (1) that would cause it to lose exemption from Federal Income Tax as allowed under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), or (2) not permitted by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or corresponding provision of an future United States Internal Revenue Law.)

(b) No substantial part of the activities of this Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this Corporation participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for political office.

III

Membership in the Corporation shall be as set forth in the Corporation Bylaws. Each member must be an elder in good standing from a congregation of Jehovah's Witnesses that regularly uses an assembly facility of this Corporation.

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