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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

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 Friends Of Johnston Police Explorers Post # 405 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:
To support and promote the purposes for which the Johnston Police Explorers Post # 405 has been established and what it strives to accomplish: as an education and training youth cadet academy for young men and women ranging in age from fourteen to twenty; to contribute to the healthy development of youth by providing them with the environment, resources, and relationships they need to learn and grow; to build character, develop social and life skills, increase mental and physical fitness, and improve self-esteem; to provide an understanding for a youth's role as a citizen by fostering community service and responsibilities; and to develop fund-raising strategies and strategic planning; to serve as resources in areas of personal and professional expertise; and to ensure that the Explorers Post has adequate resources to meet its purpose.

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:

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5. The address of the initial registered office of the corporation is 1333 Plainfield Street
(Street Address, not P.O. Box)
Johnston, RI 02919, and the name of its initial registered agent at such
(City/Town) (Zip Code)
 address is Milinda A. Butterworth, President
(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>Milinda A. Butterworth</u>	<u>20 Freedom Court, Johnston, Rhode Island 02919</u>
<u>William J. Butterworth</u>	<u>20 Freedom Court, Johnston, Rhode Island 02919</u>
<u>Michael K. Lipka</u>	<u>46 Stella Drive, North Providence, Rhode Island 02911</u>
<u>Lori Salvadore</u>	<u>3 Oliva Court, Johnston, Rhode Island 02919</u>
<u>Cindy Townsend</u>	<u>16 Birchwood Drive, Johnston, Rhode Island 02919</u>

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>Milinda A. Butterworth</u>	<u>20 Freedom Court, Johnston RI 02919</u>
<u>William J. Butterworth</u>	<u>20 Freedom Court, Johnston RI 02919</u>
<u>Michael K. Lipka</u>	<u>46 Stella Drive, N. Providence RI 02911</u>
<u>Lori Salvadore</u>	<u>3 Oliva Court, Johnston, RI 02919</u>
<u>Cindy Townsend</u>	<u>16 Birchwood Drive, Johnston RI 02919</u>

8. Date when corporate existence is to begin July 12, 2001
(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: June 25, 2001

Milinda A. Butterworth, President
William J. Butterworth, Vice President
Lori Salvadore, SECRETARY
Michael K. Lipka, Second Vice President
Cindy Townsend, Treasurer

Signature of each Incorporator