



State of Rhode Island and Providence Plantations
Department of State - Business Services Division

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 PROVIDENCE, RHODE ISLAND
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Articles of Organization
 DOMESTIC Limited Liability Company
 → Filing Fee: \$150.00

Pursuant to the provisions of RIGL 7-16, the following Articles of Organization are adopted for the limited liability company to be organized hereby:

1. The name of the limited liability company is:		
KETTLE POINT APARTMENTS II LLC		
2. The name and address of the initial resident agent/office in Rhode Island is:		
Agent Name Montalbano, Belliveau & St. Sauveur, LLP		
Street Address (NOT a P.O. Box) 450 Veterans Memorial Parkway, Suite 7A		
City/Town East Providence	State RHODE ISLAND	Zip Code 02914
3. Under the terms of these Articles of Organization and any written operating agreement made or intended to be made, the limited liability company is intended to be treated for purposes of federal income taxation as (CHECK ONE BOX):		
<input checked="" type="checkbox"/> partnership or <input type="checkbox"/> a corporation or <input type="checkbox"/> disregarded as an entity separate from its member(s)		
4. The address of the principal office of the limited liability company, if it is determined at the time of organization:		
Street Address 310 Seven Fields Blvd., Suite 350		
City/Town Seven Fields	State PA	Zip Code 16046
5. The limited liability company has the purpose of engaging in any lawful business, and shall have perpetual existence until dissolved or terminated in accordance with RIGL 7-16, unless a more limited purpose or duration is set forth in Section 6 of these Articles of Organization.		

MAIL TO:
 Division of Business Services
 148 W. River Street, Providence, Rhode Island 02904-2615
 Phone: (401) 222-3040
 Website: www.sos.ri.gov

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6. Additional provisions, if any, not consistent with law, which the member(s) elect to have set forth in these Articles of Organization, including, but not limited to, any limitation of the purpose(s) or duration for which the limited liability company is formed, and any other provision which may be included in an operating agreement:

See Exhibit A, attached hereto and made a part hereof.

Check this box to indicate attachment

7. The Limited Liability Company is to be managed by:

You **MUST** check one box:

- Its member(s) (If you have checked this box, skip to Section 8. Do not fill out the chart below.)
- One (1) or more manager(s) (If the limited liability company has manager(s) at the time of the filing of these Articles of Organization, state the name and address of each manager below.)

MANAGER	ADDRESS

8. Date when these Articles of Organization will be effective: **CHECK ONE BOX ONLY**

- Date received (Upon filing)
- Later effective date (Date must be no more than 30 days from the date of filing) _____

Under penalty of perjury, I declare and affirm that I have examined these Articles of Organization, including any accompanying attachments, and that all statements contained herein are true and correct

Name of Authorized Person A. Richard Nernberg		Address 310 Seven Fields Blvd.	
City/Town Seven Fields	State PA	Zip Code 16046	
Signature of Authorized Person 			Date 7/30/19

EXHIBIT A

1. Any action required to be taken at a meeting of Members, or any other action which may be taken at a meeting of Members, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all Members entitled to vote with respect to the subject matter thereof.

2. Except for those actions excluded by Section 7-16-21(b)(1), (2) and (3) of the Rhode Island Limited Liability Company Act, any action required or permitted to be taken by vote of the Members may be taken without a meeting on the written consent of less than all of the Members entitled to vote on such action, if the Members that consent would be entitled to cast at least the minimum number of votes which would be required to take the action at a meeting at which all Members entitled to vote on such action are present.

3. No Member shall have personal liability to the Company or to any other Member for monetary damages for breach of such Member's duty as a Member, provided that this provision shall not eliminate or limit the liability of such Member: (i) for any breach of the Member's duty of loyalty to the Company or to the other Members; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) under Section 7-16-32 of the Rhode Island Limited Liability Company Act; or (iv) for any transaction from which the Member derived an improper personal benefit, unless such transaction was with the informed consent of the other Members.

4. The ownership of the Company is subject to transfer restrictions contained in its Operating Agreement and copies thereof are on file at the registered office of the Company. Membership interests of the Company are transferable only upon compliance with the provisions of said transfer restrictions.

KETTLE POINT APARTMENTS LLC
310 Seven Fields Blvd, STE 350
Seven Fields, PA 16046

July 29, 2019

Rhode Island Department of State
Business Services Division
148 West River Street
Providence, RI 02904

Re: KETTLE POINT APARTMENTS II LLC

Dear Secretary Gorbea:

The undersigned, on behalf of KETTLE POINT APARTMENTS LLC, a Rhode Island limited liability company (SOS ID No.: 001662928), hereby consents to the formation of a new Rhode Island limited liability company using the name "KETTLE POINT APARTMENTS II LLC", with an effective date as of the date the Articles of Organization for the new entity are filed with the Business Services Division of the Rhode Island Secretary of State.

KETTLE POINT APARTMENTS LLC


By: A. Richard Nernberg, Authorized Person



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:

July 31, 2019 09:54 AM

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

Nellie M. Gorbea
Secretary of State

