



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$35.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Non-Profit Corporation
Articles of Incorporation**

(Chapter 7-6-34 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the corporation is Unmuted

ARTICLE II

The period of its duration is Perpetual

ARTICLE III

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

THE SPECIFIC PURPOSE OF UNMUTED IS TO OFFER ADVOCACY, SUPPORT AND
TEACHING FOR THOSE
WHO HAVE BEEN VICTIMIZED IN ANY WAY.

ARTICLE IV

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:

ARTICLES OF INCORPORATION OF UNMUTED, INC.
THE UNDERSIGNED, A MAJORITY OF WHOM ARE CITIZENS OF THE UNITED STATES,
DESIRING TO FORM A
NONPROFIT CORPORATION UNDER THE NONPROFIT CORPORATION LAW OF THE
STATE OF RHODE
ISLAND, UNDER CHAPTER 7-6 OF THE GENERAL LAWS, 1956, AS AMENDED, TO
HEREBY CERTIFY.

ARTICLE I

NAME/REGISTERED OFFICE

THE NAME OF THIS CORPORATION SHALL BE: UNMUTED. THE ADDRESS OF
UNMUTED
IS 75 DIVISION
STREET. WARWICK, RI.

ARTICLE II

PURPOSE

THE UNMUTED IS ORGANIZED EXCLUSIVELY FOR CHARITABLE PURPOSES, MORE
SPECIFICALLY IT IS AN
ORGANIZATION OF ADVOCACY, SUPPORT AND TEACHING FOR THOSE WHO HAVE

BEEN VICTIMIZED.

TO THIS END, THE CORPORATION SHALL AT TIMES BE OPERATED EXCLUSIVELY FOR CHARITABLE

PURPOSED WITHIN THE MEANING OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1986,

AS NOW ENACTED OR HEREAFTER AMENDED, INCLUDING, FOR SUCH PURPOSES, THE

MAKING OF

DISTRIBUTIONS TO ORGANIZATIONS THAT ALSO QUALIFY AS SECTION 501(C)(3) EXEMPT ORGANIZATIONS

OF THE INTERNAL REVENUE CODE OF 1986, AS NOW ENACTED OR HEREAFTER AMENDED. ALL FUNDS,

WHETHER INCOME OR PRINCIPAL, AND WHETHER ACQUIRED BY GIFT OR CONTRIBUTION OR OTHERWISE,

SHALL BE DEVOTED TO SAID PURPOSE.

ARTICLE III

EXEMPTION REQUIREMENTS

AT ALL TIMES THE FOLLOWING SHALL OPERATE AS CONDITIONS RESTRICTING THE OPERATIONS AND

ACTIVITIES OF THE CORPORATION:

1. NO PART OF THE NET EARNINGS OF THE ORGANIZATION SHALL INURE TO THE BENEFIT OF, OR BE

DISTRIBUTABLE TO ITS MEMBERS, TRUSTEES, OFFICERS, OR OTHER PRIVATE PERSONS, EXCEPT THAT THE

ORGANIZATION SHALL BE AUTHORIZED AND EMPOWERED TO PAY REASONABLE COMPENSATION FOR

SERVICES RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF THE PURPOSE

SET FORTH IN THE PURPOSE CLAUSE HEREOF.

2. NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE CORPORATION SHALL CONSTITUTE THE CARRYING ON

OF PROPAGANDA OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION, OR ANY

INITIATIVE OR

REFERENDUM BEFORE THE PUBLIC, AND THE CORPORATION SHALL NOT PARTICIPATE

IN, OR INTERVENE IN

(INCLUDING BY PUBLICATION OR DISTRIBUTION OF STATEMENTS), ANY POLITICAL CAMPAIGN ON BEHALF

OF, OR IN OPPOSITION TO, ANY CANDIDATE FOR PUBLIC OFFICE; AND

3. NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES, THE ORGANIZATION SHALL NOT CARRY

ON ANY OTHER ACTIVITIES NOT PERMITTED TO BE CARRIED ON (A) BY AN ORGANIZATION EXEMPT FROM

FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1986,

CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE, OR (B) BY ANY ORGANIZATION,

CONTRIBUTIONS TO WHICH ARE DEDUCIBLE UNDER SECTION 170 (C) (2) OF THE INTERNAL REVENUE

CODE, OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

ARTICLE IV
DURATION

THE DURATION OF THE CORPORATE EXISTENCE SHALL BE PERPETUAL.

ARTICLE V
MEMBERSHIP/BOARD OF DIRECTORS

THE CORPORATION SHALL HAVE NO VOTING MEMBERS. THE MANAGEMENT AND AFFAIRS OF THE

CORPORATION SHALL BE AT ALL TIMES UNDER THE DIRECTION OF A BOARD OF DIRECTORS, WHOSE

OPERATIONS IN GOVERNING THE CORPORATION SHALL BE DEFINED BY STATUTE AND

BY THE

CORPORATION'S BY-LAWS. NO DIRECTOR SHALL HAVE ANY RIGHT, TITLE, OR INTEREST IN OR TO ANY

PROPERTY OF THE CORPORATION.

THE NUMBER OF DIRECTORS CONSTITUTING THE FIRST BOARD OF DIRECTORS IS THREE (3) THEIR NAMES

AND ADDRESSES BEING AS FOLLOWS:

PATRICIA GEREMIA – 572 ELMWOOD AVENUE. PROVIDENCE, RHODE ISLAND. 02907

ANTHONY PIERRE LOUIS – 38 GEMINI DRIVE. EAST PROVIDENCE, RHODE ISLAND. 02914.

FRANK REEDY – 54 ROBINWOOD DRIVE. SCITUATE, RHODE ISLAND. 02831.

ARTICLE VI
DEBT OBLIGATIONS AND PERSONAL LIABILITY

NO OFFICER OR DIRECTOR OF THIS CORPORATION SHALL BE PERSONALLY LIABLE FOR THE DEBTS OR

OBLIGATIONS OF THIS CORPORATION OF ANY NATURE WHATSOEVER, NOR SHALL ANY OF THE PROPERTY OF

THE OFFICERS OR DIRECTORS BE SUBJECT TO THE PAYMENT OF THE DEBTS OR OBLIGATIONS OF THIS

CORPORATION.

ARTICLE VII
DISSOLUTION

UPON THE TIME OF DISSOLUTION OF THE CORPORATION, ASSETS SHALL BE DISTRIBUTED BY THE BOARD

OF DIRECTORS, AFTER PAYING OR MAKING PROVISIONS FOR THE PAYMENT OF ALL DEBTS, OBLIGATIONS,

LIABILITIES, COSTS AND EXPENSES OF THE CORPORATION, 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, OR SHALL BE DISTRIBUTED TO THE

FEDERAL GOVERNMENT, OR TO A STATE OR LOCAL GOVERNMENT, FOR A PUBLIC PURPOSE. ANY SUCH

ASSETS NOT SO DISPOSED OF SHALL BE DISPOSED OF BY THE DISTRICT ACOURT OF THE COUNTY IN

WHICH THE PRINCIPAL OFFICE OF THE CORPORATION 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.

ARTICLE VIII
INCORPORATOR

THE INCORPORATOR OF THIS CORPORATION IS: MICHAEL CAPARRELLI.
THE UNDERSIGNED INCORPORATOR CERTIFIES BOTH THAT HE EXECUTES THESE ARTICLES FOR THE PURPOSES HEREIN STATED.

ARTICLE V

The street address (post office boxes are not acceptable) of the initial registered office of the corporation is:

No. and Street: 75 DIVISION STREET
City or Town: WARWICK State: RI Zip: 02818

The name of its initial registered agent at such address is MICHAEL CAPARRELLI

ARTICLE VI

The number of directors constituting the initial Board of Directors of the Corporation is 3 and the names and addresses of the persons who are to serve as the initial directors are:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
DIRECTOR	PATRICIA GEREMIA	572 ELMWOOD AVENUE PROVIDENCE , RI 02907 US
DIRECTOR	FRANK REEDY	54 ROBINWOOD DRIVE. SCITUATE, RI 02831 US
DIRECTOR	ANTHONY PIERRE-LOUIS	35 GEMINI DRIVE EAST PROVIDENCE, RI 02914 US

ARTICLE VII

The name and address of the incorporator is:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
INCORPORATOR	MICHAEL CAPARRELLI JR	75 DIVISION STREET WARWICK, RI 02818 US

ARTICLE VIII

Date when corporate existence is to begin 09/13/2019
(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Signed this 13 Day of September, 2019 at 12:40:04 PM by the incorporator(s). *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or*

acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-6.

Enter signature(s) below.

MICHAEL CAPARRELLI

Form No. 200
Revised 09/07

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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:

September 13, 2019 12:39 PM

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

Nellie M. Gorbea
Secretary of State

