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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

ORIGINAL ARTICLES OF INCORPORATION

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 Blackstone Valley Center Memorial Foundation

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:

For charitable purposes in support of people with mental retardation and developmental disabilities.

To raise funds and benefit advocacy and any unmet needs of persons with mental retardation.

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:

APR 21 1999

RECEIVED
SECRETARY OF STATE

APR 21 1999
BY [Signature] 222442

5. The address of the initial registered office of the corporation is 115 Manton Street
(Street Address, not P.O. Box)

Pawtucket, RI 02861 and the name of its initial registered agent at such
(City/Town) (Zip Code)

address is Thomas E. Hodge
(Name of Agent)

6. The number of directors constituting the initial Board of Directors of the Corporation is six (6)
(Not less than three Directors)

and the names and addresses of the persons who are to serve as the initial directors are:

Name	Address
<u>Thomas E. Hodge</u>	<u>14 Massasoit Avenue, Pawtucket, RI</u>
<u>Gerald F. O'Neill</u>	<u>154 Bear Hill Rd., Unit #305, Cumberland, RI</u>
<u>Paul J. M. Healey</u>	<u>15 Emwey Road, Warren, RI</u>
<u>Joseph P. Canning</u>	<u>Fischer Circle, Portsmouth, RI</u>
<u>Zabel Berg</u>	<u>18 Bent Road, Rumford, RI</u>
<u>Mary Coyle</u>	<u>223 Central Avenue, Seekonk, Ma.</u>

7. The name and address of each incorporator is:

Name	Address
<u>Thomas Hodge</u>	<u>14 Massasoit Avenue, Pawtucket, RI 02861</u>
<u>Constance B. Boisse</u>	<u>4 Willington Avenue, Pawtucket, RI 02861</u>
<u>Helena T. Tierney</u>	<u>111 Amherst Avenue, Pawtucket, RI 02860</u>

8. Date when corporate existence to begin April 21, 1999
(Not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Dated April 21, 1999

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.

Thomas E. Hodge
Helena T. Tierney
Constance B. Boisse

Signature of each Incorporator