

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION (NON-BUSINESS CORPORATION)

Know all Men by these Presents, That we, Rev. Victor G. Salmaso,
Rev. Carmelo Negro, Richard A. Bruno, David A. Drinkwater,
Ronald L. Robert and Robert K. Argentieri

all of lawful age, hereby agree to and with each other:

FIRST. To associate ourselves together with the intention of forming a corporation under and by virtue of the powers conferred by Chapter 7-6 of the General Laws of Rhode Island.

SECOND. Said corporation shall be known by the name of
Bishop Scalabrini Home, Inc.

THIRD. Said corporation is constituted for the purpose of erecting, building or otherwise procuring a suitable building or buildings and maintaining, equipping, managing and operating such as a nursing home, convalescent home, rest home, and also for the purpose of erecting, building or otherwise procuring a suitable building or buildings and maintaining, equipping, managing and operating such as apartment houses, apartment complexes, shopping centers, marinas, single and multiple residential dwellings and any and all other similar and allied uses.

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See §§ 7-6-7, 7-6-8 of the General Laws.)

To do any lawful act which is necessary or proper to accomplish the purposes of its incorporation. Without limiting or enlarging the effect of this general grant of authority, it is hereby specifically provided that every such corporation shall have power:

- (a) to have perpetual succession in its corporate name unless a period for its duration is limited in its articles of association or charter;
- (b) to sue and be sued in its corporate name;
- (c) to have and use a common seal and alter the same at pleasure;
- (d) to elect such officers and appoint such agents as its purposes require, and to fix their compensation and define their duties;
- (e) to make by-laws not inconsistent with the Constitution or laws of the United States or of this state, or with the corporation's charter or articles of association, determining the time and place of holding and the manner of calling and of conducting meetings of its members and directors, the manner of electing its officers and directors, the mode of voting by proxy, and the number, qualifications, powers, duties and term of office of its officers and directors, and containing any other provisions, whether of the same or of a different nature, for the management of the corporation's property and the regulation and government of its affairs;
- (f) to make contracts, incur liabilities and borrow money.

Said corporation shall be entitled to take, hold, transmit and convey real and personal estate to an amount not exceeding in all one hundred fifty thousand dollars (\$150,000); provided, however, that the foregoing limitation shall not apply to corporations organized for the purposes of fostering, encouraging and assisting the physical location, settlement or resettlement of industrial and manufacturing enterprises within the state, and to whose members no profit shall ensue. If any corporation subject to the foregoing limitation desires to take and hold property to an amount exceeding one hundred fifty thousand dollars (\$150,000) either originally or by amendment, such privilege shall be granted only by the general assembly on petition thereto.

(Over)

FOURTH. Said corporation shall be located in North Kingstown, Rhode Island.
(City or Town)

(Further provisions not inconsistent with law)

FIFTH

SIXTH

SEVENTH

In Testimony Whereof, We have hereunto set our hands and stated our residences this

23rd day of July, A. D. 1971.

NAME	RESIDENCE
Rev. Victor G. Salmaso	860 No. Quindessett Rd, No. Kingstown, R.I.
Rev. Carmelo Negro	18 King Philip St., Providence, R.I.
Richard A. Bruno	Third St. Norriston, Mass.
David A. Drinkwater	407 High Rock St., Nashua, MASS
Ronald L. Roberts	15 Kinsman Pl. Natick, Mass
Robert K. Argentieri	23 Newell St. Easton, R.I.

STATE OF RHODE ISLAND, }
COUNTY OF Providence }

In the City of Providence
Town }

in said county this 23rd day of July, A. D. 1971, then
personally appeared before me Rev. Victor G. Salmaso; Rev. Carmelo Negro,
Richard A. Bruno, David A. Drinkwater, Ronald L. Roberts and
Robert K. Argentieri

each and all known to me and known by me to be the parties executing the foregoing
instrument, and they severally acknowledged said instrument by them subscribed to be
their free act and deed.

Charles Bengtson
Notary Public.

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Non-Business Corporation

ORIGINAL

ARTICLES OF ASSOCIATION OF

BISHOP SCALABENI HOME, INC.

REC-OF STATE 327 00***536-

Price & Charles 35.02

FILED IN THE OFFICE OF THE
SECRETARY OF STATE

JUL 26 1971

C.F.W. 101