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Articles of Incorporation
 DOMESTIC Non-Profit Corporation

→ Filing Fee: \$35.00

The undersigned, acting as incorporator(s) of a corporation under RIGL 7-6-34, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is:		
Rotary Club of Westerly Foundation		
2. The period of its duration is: CHECK ONE BOX ONLY		
<input checked="" type="checkbox"/> Perpetual (on-going) <input type="checkbox"/> Date certain for dissolution _____		
3. The specific purpose or purposes for which the corporation is organized are:		
<p>Corporation is being organized exclusively for charitable, education and scientific purposes. For such purposes, the corporation will engage in charitable fundraising and the making of distributions to organizations that support the goal of the Rotary Foundation to create lasting change across the Globe and in our Community.</p> <p style="text-align: right;">Check the box to indicate an attachment <input type="checkbox"/></p>		
4. Provisions, if any, not consistent 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:		
<p>see Exhibit A attached</p> <p style="text-align: right;">Check the box to indicate an attachment <input type="checkbox"/></p>		
5. Name and address of the initial registered agent/office in Rhode Island is:		
Agent Name Rosemarie A Russo		
Street Address (<u>NOT</u> a P.O. Box) 46 John Street		
City Westerly	State RHODE ISLAND	Zip Code 02891

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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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BY KL 450 CV
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SECRETARY OF STATE
 STATE OF RHODE ISLAND

6. The number of the initial Board of Directors of the Corporation is 6 (not less than 3 directors) and the names and address of the persons who are to serve as the initial directors are:

NAME	ADDRESS
Kathryn Taylor	54 Sunrise Avenue Pawcatuck CT 06379
Stephen Cofone	4 Wompag Road Westerly RI 02891
Theodore Avedesian	100 Main Street Westerly RI 02891
Christopher DiPaola	37 Diamond Hill Road Bradford RI 02808

Check the box to indicate an attachment

7. The name and address of each incorporator is:

NAME	ADDRESS
same as #6	

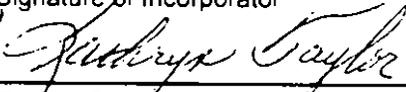
Check the box to indicate an attachment

8. Date when these Articles of Incorporation 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/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.

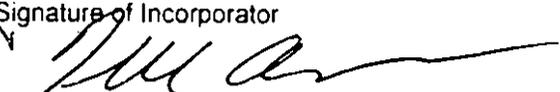
Type or Print Name of Incorporator Kathryn Taylor	Date 14 Dec 2019
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Signature of Incorporator 	
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Type or Print Name of Incorporator Stephen Cofone	Date 14 Dec 2019
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Signature of Incorporator 	
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Type or Print Name of Incorporator Theodore Avedesian	Date 14 Dec 2019
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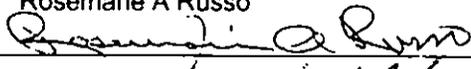
Signature of Incorporator 	
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Rotary Club of Westerly Foundation
Articles of Incorporation
item 6 -- continued

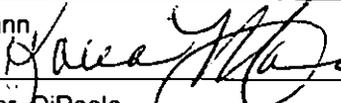
Rosemarie A Russo 46 John Street Westerly RI 02891
Rona Mann 18 Carol Drive Hope Valley RI 02832

Item 8 - continued

Printed Name of Incorporator: Rosemarie A Russo

Signature of Incorporator:  Date 30 Dec 2019

Printed Name of Incorporator: Rona Mann

Signature of Incorporator:  Date 30 Dec 2019

Printed Name of Incorporator: Christopher DiPaola

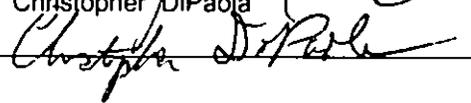
Signature of Incorporator:  Date 30 Dec 2019

EXHIBIT A

Constitution and Bylaws of The Rotary Club of Westerly Foundation

Members of the Corporation shall be those persons who shall be, from time to time, members of the Rotary Club of Westerly, a non-profit association corporation which is a member of Rotary International. Whenever a person shall be inducted to membership in said Rotary Club, that person shall automatically become a member of the Corporation, and membership in the Corporation shall automatically and immediately terminate upon termination of membership in the Club.

The Corporation shall be responsible for the operation of all fundraising activities which may, from time to time, be sponsored by the Rotary Club of Westerly, and shall, from time to time, receive donations from the Rotary Club of Westerly, any of its members, or other persons, which such funds may be invested, and reinvested, and distributed for charitable, educational and scientific purposes, including the granting of scholarships. No part of the net earnings of the Corporation nor any donations received by the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Three of the Articles of Incorporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of the Corporation, assets shall be distributed 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 a court of competent jurisdiction 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.

The Corporation shall have a Board of Directors, a President, President-Elect, Vice President, Secretary and a Treasurer, who shall be the same persons who shall, from time to time, occupy corresponding positions in the Rotary Club of Westerly. Meetings of the officers, directors and members of the Corporation shall be concurrent with meetings of the Rotary Club of Westerly and such meetings, as well as the election of officers and directors, shall be governed by the bylaws of said Club.

All funds received and assets acquired by the Corporation shall be kept separate and shall not be commingled with funds belonging to the Rotary Club of Westerly as such funds and assets may not be used for the administrative expenses of the Club or for any activities of the Club which might not be appropriate for the tax exempt status of the Corporation.