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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

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NON-PROFIT CORPORATION

ARTICLES OF INCORPORATION
(To Be Filed In Duplicate Original)

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:

- The name of the corporation is The Manton Avenue Project
- The period of its duration is (if perpetual, so state) perpetual
- The specific purpose or purposes for which the corporation is organized are:
To educate children (ages 8 to 14) living in an economically-challenged neighborhood
in the theater arts disciplines of playwriting and acting. Further, to educate their
families and general public about these disciplines and how they can be used
to strengthen self-esteem in the children, and help them to strive for more than
would typically be expected of them, in school and out.
- 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:
The Manton Avenue Project hereby promises that, in the event its corporate dissolution,
it will transfer all assets to another non-profit corporation.

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5. The address of the initial registered office of the corporation is 74 Armstrong Avenue
(Street Address, not P.O. Box)
Providence, RI 02903, and the name of its initial registered agent at such
(City/Town) (Zip Code)
address is Jenny Peek
(Name of Agent)

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

<u>Name</u>	<u>Address</u>
<u>Michael Woody</u>	<u>235 Promenade St., Suite 420 Providence RI 02908</u>
<u>John Benevides</u>	<u>51 Antelope Circle, Sanderstown RI 02874</u>
<u>Steve Aveson</u>	<u>c/o Eyewitness News,</u>
	<u>25 Catamore Blvd., E. Providence, RI 02914</u>

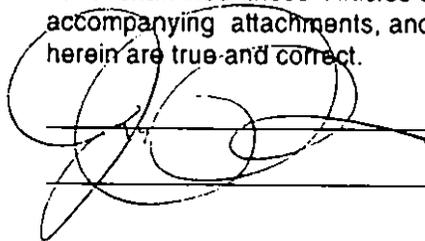
7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>Jenny Peek</u>	<u>74 Armstrong Avenue, Providence RI 02903</u>

8. Date when corporate existence is to begin Friday, May 14, 2004
(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

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.

Date: May 13, 2004



Signature of each Incorporator