

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION
(NON-BUSINESS CORPORATION)

Know all Men by these Presents, That we James A. Jackson, Charles S. Sokoloff, John F. Leddy, Joachim A. Weissfeld and Robert J. McGarry

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, as amended.

SECOND. Said corporation shall be known by the name of Barrington Pop Warner, Inc.

THIRD. Said corporation is constituted for the purpose of advancing amateur football and developing a program of sportsmanship, character-building, citizenship, and physical and mental well-being for boys between the ages of 7 and 15, through maintaining and operating amateur football leagues, associations and clubs, conducting amateur football games, contests and exhibitions for the general public, and affiliating with and participating in national, regional and local amateur football programs, events and contests.

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
(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 Barrington, Rhode Island.
(City or Town)

(Further provisions not inconsistent with law)

FIFTH No part of the net earnings of the corporation shall inure to the benefit of any member, director, officer of the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes); and no member, director, officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation, and such assets shall be distributed exclusively to organizations devoted exclusively to charitable, educational, or recreational purposes.

SIXTH No substantial part of the activities of the corporation shall be the carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

SEVENTH

In Testimony Whereof, We have hereunto set our hands and stated our residences this
13th day of May A. D. 19 70

NAME	RESIDENCE
<i>James A. Jackson</i> James A. Jackson	22 Robbins Drive, Barrington, R. I.
<i>Charles S. Sokoloff</i> Charles S. Sokoloff	310 Spencer Avenue, Warwick, R. I.
<i>John F. Leddy</i> John F. Leddy	30 Duluth Avenue, Warwick, R. I.
<i>Joachim A. Weissfeld</i> Joachim A. Weissfeld	50 Clarke Road, Barrington, R. I.
<i>Robert J. McGarry</i> Robert J. McGarry	21 Musket Road, Lincoln, R. I.

STATE OF RHODE ISLAND, }
COUNTY OF PROVIDENCE }

In the City ~~Providence~~ } of Providence
in said county this 13th day of May A. D. 19 70, then
personally appeared before me James A. Jackson, Charles S. Sokoloff,
John F. Leddy, Joachim A. Weissfeld and Robert J. McGarry,

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.

Edward J. Regan
Notary Public
Notary Public



State of Rhode Island and Providence Plantations

OFFICE OF THE GENERAL TREASURER

Providence May 13, 1970

No 41836

I Herby Certify That Barrington Pop Warner, Inc.

has paid into the State Treasury a fee of Dollars for Incorporation in accordance with the provisions of R.I. General Laws.

Raymond J. DeWolfe, General Treasurer

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Non-Business Corporation

ORIGINAL

ARTICLES OF ASSOCIATION OF

Barrington

Pop Warner, Inc.

FORFEITED UNDER G. L. CH. 7-6, AS AMENDED

SEPTEMBER 9, 1974

FORFEITURE VACATED BY GENERAL ASSEMBLY. SEE APPROVED 11/19/74

FILED IN THE OFFICE OF THE SECRETARY OF STATE MAY 13 1970

Signature of Secretary of State