



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$35.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Non-Profit Corporation
Articles of Incorporation**

(Chapter 7-6-34 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the corporation is Project Offset

ARTICLE II

The period of its duration is X Perpetual

ARTICLE III

The specific purpose or purposes for which the corporation is organized are:

CLIMATE CHANGE, THE DEFINING PROBLEM OF THE 21ST CENTURY, IS ARGUABLY THE SINGLE MOST IMPACTFUL CHALLENGE HUMANKIND HAS EVER FACED. A MAJORITY OF PEOPLE ACKNOWLEDGE THE ISSUE AND THE NEED TO ACT, BUT THERE AREN'T TOO MANY WAYS FOR EVERYDAY PEOPLE TO DO MUCH ABOUT IT. THIS CAN LEAD THOSE WHO CARE DEEPLY ABOUT THE ISSUE TO FEEL BOTH HELPLESS AND HOPELESS.

PROJECT OFFSET IS OUR RESPONSE TO THIS PROBLEM. WE INTEND TO BE A PLATFORM THAT CONNECTS THOSE WHO CARE ABOUT REVERSING CLIMATE CHANGE WITH THE OFTEN LARGELY UNKNOWN ORGANIZATIONS THAT ARE ALREADY WORKING TO MAKE IT HAPPEN. WE WILL BE ASSEMBLING A VARIETY OF EXISTING AND UPCOMING SUSTAINABILITY-BASED PROJECTS FROM THESE ORGANIZATIONS, AND WILL ALLOW BOTH INDIVIDUALS AND COMPANIES TO DONATE TO THESE PROJECTS. THIS ALLOWS THEM TO OFFSET THEIR CARBON FOOTPRINT AND ENABLE THE SUPPORTED PROJECTS AND ORGANIZATIONS TO DO MORE OF THE IMPORTANT WORK IN WHICH THEY ARE ENGAGED.

ARTICLE IV

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:

ARTICLE V

The street address (post office boxes are not acceptable) of the initial registered office of the corporation is:

No. and Street: 50 POUND ROAD

City or Town: CUMBERLAND

State: RI

Zip: 02864

The name of its initial registered agent at such address is MATTHEW LEPINE

ARTICLE VI

The number of directors constituting the initial Board of Directors of the Corporation is 3
and the names and addresses of the persons who are to serve as the initial directors are:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
DIRECTOR	MATTHEW DAVID LEPINE	50 POUND ROAD CUMBERLAND, RI 02864 USA
DIRECTOR	DANIELA MARIA MIRANDA	33 DICKENSON WAY, APT. 73B MARLBOROUGH, MA 01752 USA
DIRECTOR	LUKE ALEXANDER JACKSON	10 GROTON ROAD, APT. A3 WESTFORD, MA 01886 USA

ARTICLE VII

The name and address of the incorporator is:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
INCORPORATOR	MATTHEW DAVID LEPINE	50 POUND ROAD CUMBERLAND, RI 02864 USA

ARTICLE VIII

Date when corporate existence is to begin 02/02/2020

(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Signed this 2 Day of February, 2020 at 9:13:54 PM by the incorporator(s). *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-6.*

Enter signature(s) below.

MATTHEW D. LEPINE



State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly executed in
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as
amended, has been filed in this office on this day:

February 02, 2020 09:11 PM

The signature is written in a cursive, flowing style in blue ink. It appears to read "Nellie M. Gorbea".

Nellie M. Gorbea
Secretary of State

