

Filing Fee \$35.00

State of Rhode Island and Providence Plantations
NON-PROFIT CORPORATION

ORIGINAL ARTICLES OF INCORPORATION

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:

FIRST: The name of the corporation is.....
Habitat for Humanity for Rhode Island, South County Inc.

SECOND: The period of its duration (if perpetual, so state)perpetual.....

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

See attached EXHIBIT A

FOURTH: Provisions (if any) for the regulation of the internal affairs of the corporation, including provisions for the distribution of assets on dissolution or final liquidation, are:

(Note 1)

See attached EXHIBIT A

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.
MAR 8 1 56 PM '90
R 366
Rec'd & Filed MAR 08 1990

FIFTH: The address of the initial registered office of the corporation is.....

326 Kenyon Avenue, Wakefield RI 02879 (add Zip Code),

and the name of its initial registered agent at such address is: Frederick E. Seymour.....

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is.....2.....,
and the names and addresses of the persons who are to serve as the initial directors are:

Name

Address

Frederick E. Seymour	154 W. Main St., No. Kingstown RI 02852
Whitney Bancroft	Melbridge Dr., So. Kingstown RI 02879
Joyce Deitch	83 W. Main St., No. Kingstown RI 02852
Paul Langhammer	13 Elderberry Lane, Wakefield RI 02879
J. Louis Schaefer	Duck Cove Rd., No. Kingstown RI 02852
Patricia E. Moore	86 Greenwood Dr., Peace Dale RI 02883
Jessie Schoepfer	22 Hollywood Dr., Narragansett RI 02882

SEVENTH: The name and address of each incorporator is:

Name

Address

Richard B. Carpenter	20 Main Street, Box 1540 North Kingstown RI 02852
----------------------	--

EIGHTH: Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation): March 1, 1990

Dated March 1, 1990

Richard B. Carpenter

Richard B. Carpenter

Incorporator(s)

NOTE:

1. If no provision for the regulation of the internal affairs of the corporation or for the distribution of assets on dissolution or final liquidation are to be set forth, insert "None." In an appropriate case provisions relating to members, their qualifications and rights (Section 7-6-15) may be inserted here.

EXHIBIT A, page two

distributions in furtherance of the purposes set forth in these Articles of Incorporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislations, and the Corporation shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

(_) Anything contained in these Articles of Incorporation to the contrary notwithstanding, the Corporation shall not carry on or otherwise engage in any activities not permitted to be carried on or engaged in by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, as amended, or any corresponding section of any future tax code; (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, as amended, or any corresponding section of any future tax code; or (iii) a corporation organized and existing under the RI Nonprofit Corporation Code.

(_) In the event of the dissolution and liquidation of this Corporation, to the extent allowed or permitted under applicable laws, the property and assets of the Corporation shall be, as determined by the Board of Directors, distributed to or sold and the proceeds of such sales distributed to (i) Habitat for Humanity International, Inc., a Georgia Nonprofit Corporation and a corporation exempt from taxation under Section 501(c)(3) of the Internal Revenue Code, as amended, or (ii) any other organization(s) organized and operating for the same purposes for which the Corporation is organized and operating or any organization(s), foundation(s), fund(s), or corporation(s) organized and operating exclusively for religious, charitable, scientific, or educational, or other purposes permitted by Section 501(c)(3) of the Internal Revenue Code, as amended, all of which such organizations, foundations, funds, or corporations shall be exempt under Section 501(c)(3) of the Internal Revenue Code, as amended. In the event that any assets are not disposed of in accordance with the provisions of these Articles of Incorporation or that the Corporation shall fail to act within a reasonable time in the manner provided in these Articles of Incorporation, the Court of Washington County shall, upon application of one or more persons having a real interest in the Corporation or its assets, make such distribution(s) as provided in these Articles of Incorporation.

In addition, the following savings provision can be included in the Articles of Incorporation:

Article __: The Corporation is organized pursuant to the RI Nonprofit Corporation Code and is a non-profit corporation as described in Section 501(c)(3) of the Internal Revenue Code, as amended.

APPENDIX G (AUGUST 1989, REVISION)

PROVISIONS REQUIRED TO BE INCLUDED IN AN AFFILIATE'S ARTICLES OF INCORPORATION

The purposes of the Affiliate should include the following provisions:

Article 4th: The purposes for which the Corporation is organized are as follows:

(a) To witness to and implement the Gospel of Jesus Christ in RI and throughout the United States and the world by working with economically disadvantaged people to help them to create a better human habitat in which to live and work;

(b) To cooperate with other charitable organizations, through grants and otherwise, which are working to develop a better human habitat for economically disadvantaged people;

(c) To communicate the Gospel of Jesus Christ by means of the spoken and written word;

(d) To receive, maintain, and accept as assets of the Corporation, any property, whether real, personal, or mixed, by way of gift, bequest, devise, or purchase from any person, firm, trust, or corporation, to be held, administered, and disposed of exclusively for charitable, religious, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as amended, and in accordance with and pursuant to the provisions of these Articles of Incorporation; but no gift, bequest, devise, or purchase of any such property shall be received or made and accepted if it is conditioned or limited in such manner as shall require the disposition of income or principal to any organization other than a "charitable organization" or for any purposes other than a "charitable purposes" which would jeopardize the status of the Corporation as an entity exempt from federal income tax pursuant to the relevant provisions of the Internal Revenue Code, as amended; and

(e) To exclusively promote and carry on any other religious, charitable, or educational purposes and activities for which corporations may be organized and operated under the relevant provisions of the Internal Revenue Code, as amended, and under the RI Nonprofit Corporation Code.

The powers of the Corporation should include provisions which read as follows:

(.) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensations for services rendered and to make payments and



**HABITAT
FOR HUMANITY
RHODE ISLAND**

BUILDING HOUSES IN PARTNERSHIP WITH GOD'S PEOPLE IN NEED

March 4, 1990

Kathleen S. Connell
Secretary of State
Corporations Division
100 North Main Street
Providence, RI 02903

Dear Ms. Connell:

Habitat for Humanity of Rhode Island, Inc. authorizes South County to incorporate under the name Habitat for Humanity of Rhode Island - South County, Inc. in the state of Rhode Island. We are in the process ourselves of adopting the name Habitat for Humanity of Rhode Island - Providence, Inc.

I hope this will help resolve any confusion that may arise regarding this issue.

In the love of Jesus,

Michael A. Correia

Michael A. Correia
President

MAC/kc

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.
MAR 8 1 56 PM '90