

Filing Fee: \$35.00

ID Number: 110258



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

NON-PROFIT CORPORATION

ARTICLES OF INCORPORATION
(To Be Filed In Duplicate Original)

RECEIVED
SECRETARY OF STATE
JAN 12 2000

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:

1. The name of the corporation is SEABEE MEMORIAL PARK AND MONUMENT ASSOCIATION

2. The period of its duration is (if perpetual, so state) Perpetual

3. The specific purpose or purposes for which the corporation is organized are: to establish a memorial park dedicated to the men and women who served our country in time of war and peace, to build a memorial park at Davisville (the original home of the Seabees). This park will be dedicated to over 350,000 men and women who passed through its gates. These men were construction men that knew how to build, but needed to learn to fight, to promote and influence interest in and respect for the professions, trades, crafts and occupations of the Seabees, to advocate the enlightenment and interest in and education of American citizens in the principles of the true Democracy and true Americanism, to assist in the rehabilitation and welfare of men who served in the military forces of the United States in time of war and peace.

4. 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 2- Section 6 of the by-laws

To operate as an Association not for profit, in that no part of the
income or assets of the association shall revert to the personal benefit
of any of its members, directors or officers, nor to be distributable
thereto even though this association shall be finally dissolved.

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By OpB#3 235875

5. The address of the initial registered office of the corporation is 133 Central Street
(Street Address, not P.O. Box)
Warwick, RI 02886, and the name of its initial registered agent at such
(City/Town) (Zip Code)
address is James E. Monroe
(Name of Agent)

6. The number of directors constituting the initial Board of Directors of the Corporation is 4
(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>James E. Monroe</u>	<u>44 Algonquin Drive, Warwick, RI 02888</u>
<u>Richard A. Parker</u>	<u>165 Long Street, Warwick, RI 02886</u>
<u>James Brookshire</u>	<u>49 Palmer Avenue, Warwick, RI 02889</u>
<u>Albert D. Desmarais</u>	<u>105 Tower Road, West Warwick, RI 02893</u>
_____	_____
_____	_____

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>James E. Monroe</u>	<u>44 Algonquin Drive, Warwick, RI 02888</u>
<u>Richard A. Parker</u>	<u>165 Long Street, Warwick, RI 02886</u>
<u>James Brookshire</u>	<u>49 Palmer Avenue, Warwick, RI 02889</u>
<u>Albert D. Desmarais</u>	<u>105 Tower Road, West Warwick, RI 02893</u>
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_____	_____

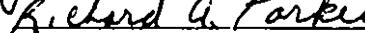
8. Date when corporate existence is to begin January 18, 2000
(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

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: 1/11/2000



James E. Monroe



Richard A. Parker



James Brookshire



Albert D. Desmarais



Signature of each Incorporator