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State of Rhode Island and Providence Plantations
NON-PROFIT CORPORATION

ORIGINAL ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(x) 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 Cranston High Schools Athletic Scholarship Fund

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

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

See Exhibit A attached hereto.

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 Exhibit B attached hereto.

FIFTH: The address of the initial registered office of the corporation is.....
1500 Fleet Center, Providence, Rhode Island 02903 (add Zip Code),
and the name of its initial registered agent at such address is: H. Peter Olsen, Esquire

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is.....12.....,
and the names and addresses of the persons who are to serve as the initial directors are:

Name

Address

See Exhibit C attached hereto.

SEVENTH: The name and address of each incorporator is:

Name

Address

Edward L. Manchur, Esquire 1500 Fleet Center, Providence, Rhode Island 0290

EIGHTH: Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation): Upon filing of these Articles of Incorporation.

Dated February 21, 1989

Edward L. Manchur
Edward L. Manchur, Esquire

Incorporator(s)

NOTE:

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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

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

(a) To grant scholarships for the pursuit of higher education to graduating student-athletes of the Cranston High Schools;

(b) to do any and all things necessary, suitable or proper for the attainment of any or all of the foregoing, and, subject to the limitations hereinafter contained, to engage in any lawful act or activity for which a non-profit corporation may be organized under Chapter 7-6 of the General Laws of Rhode Island, 1956, as amended, or the corresponding provisions of any future statute enacted in substitute therefore;

(c) to operate exclusively for charitable and educational purposes consistent with the foregoing in a manner which will not disqualify it as an exempt organization under §501(c)(3) of the Internal Revenue Code of 1986, as amended, or any successor or corresponding provision of any future United States Internal Revenue law, and notwithstanding any other provision of these Articles, the Corporation shall not engage in or carry on any other activities not permitted to be carried on by a corporation exempt from federal income taxation pursuant to said Section or any such successor or corresponding provision of law."

EXHIBIT B

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

1. The corporation shall have all the powers conferred upon a corporation organized under the provisions of the Rhode Island Non-profit Corporation Act and any enlargement of such powers conferred by subsequent legislative acts, and shall have all powers necessary, proper, convenient or desirable in order to fulfill and further the purposes of the corporation.

2. The corporation shall be nonprofit, shall not have or issue shares of capital stock, and shall not declare or pay dividends. No part of the net income or profit of the corporation shall inure to the benefit of any member, director, officer, or other individual, or to the benefit of any organization not qualified for tax exemption under Section 501(c)(3) of the Internal Revenue Code except as permitted by law.

3. No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code section 501(h), or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

4. Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code or corresponding section of any future Federal tax code, or shall be distributed to the Federal Government, or to a state or local government, for a public purpose."

EXHIBIT C

Cranston High Schools Athletic Scholarship Fund

Board of Directors

Mr. John S. Adams, Trust Officer
Rhode Island Hospital Trust National Bank
One Hospital Trust Plaza
Providence, Rhode Island 02903

Mr. H. William Carpenter, President
174 Meshanticut Valley Parkway
Cranston, Rhode Island 02920

Mr. Joseph Coccia
69 Cold Brook Drive
Cranston, Rhode Island 02920

Mr. Leslie Kenney, Treasurer
Kenney Manufacturing Company
1000 Jefferson Boulevard
Warwick, Rhode Island 02886

Judge Thomas Needham
Providence County Courthouse
250 Benefit Street
Providence, Rhode Island 02903

Mr. Henry Orabone
12 Scott Street
Cranston, Rhode Island 02920

Judge John Orton III
Superior Court
250 Benefit Street
Providence, Rhode Island 02903

Dr. William Paolino
Cranston High School East
899 Park Avenue
Cranston, Rhode Island 02910

Dr. Joseph J. Picano
Superintendent of Schools
845 Park Avenue
Cranston, Rhode Island 02910

Edward L. Rondeau, Secretary
Cranston High School West
80 Metropolitan Avenue
Cranston, Rhode Island 02920

Mr. Mark VanEeghen
90 Woodstock Lane
Cranston, Rhode Island 02920

Mr. Joseph Ventetuolo
11 King Circle
Cranston, Rhode Island 02920

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