

Filing Fee: \$35.00

ID Number: 149658



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

OS REGS-11 PR 3:17
CORPORATIONS DIVISION
AUG 4 2006

The undersigned, acting as incorporator(s) of a corporation under Chapter 7-6 of the General Laws of Rhode Island, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is New Beginnings Christian Church

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:
See attached Article III

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:
See attached Article IV

FILED
AUG 04 2006
AV
77667

5. The address of the initial registered office of the corporation is 155 South Main Street
(Street Address, not P.O. Box)
Providence, RI 02903, and the name of its initial registered agent at such
(City/Town) (Zip Code)
address is Andrew M. Gilstein Esq.
(Name of Agent)

6. The number of directors constituting the initial Board of Directors of the Corporation is 3
(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>Mario J. Nadich</u>	<u>19 Tome Street, Cranston, RI 02920</u>
<u>Michael A. New</u>	<u>19 Watercross Court, Coventry, RI 02816</u>
<u>Richard M. Boccanfuso</u>	<u>27 Scitute Avenue, Johnston, RI 02919</u>
_____	_____
_____	_____
_____	_____

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>Andrew M. Gilstein</u>	<u>155 South Main Street, Providence, RI 02903</u>
_____	_____
_____	_____
_____	_____
_____	_____

8. Date when corporate existence is to begin Upon filing
(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: August 4, 2005

Andrew M. Gilstein

Signature of each Incorporator

ARTICLE III
PURPOSE AND POWERS

Section 1. Purpose. The Corporation is formed exclusively for religious purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986. The assets of the Corporation shall be specifically dedicated for religious purposes and, more specifically, to receive and administer funds for such religious purposes, by bequest, devise, gift, purchase or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal, mixed, in trust, under the terms of any will, deed of trust or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or organization other than an "exempt organization" or for other than "exempt purposes" within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now in force or afterward amended,

or as shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as now in force or later amended.

Section 2. Effectuation of Purpose. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

In the event that the effectuation of such purposes is not deemed feasible or practicable, the Directors shall distribute the net income of the Corporation and from time to time such amount or amounts of the principal of the Corporation as they shall in their discretion determine for the support of such other organization(s) (a) which are described

in the Internal Revenue Code Section 501(c)(3) and are exempt from taxation under the Internal Revenue Code Section 501(a) and (b) which can effectuate the general purposes for which the Corporation was formed.

To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers earlier set forth, either alone or in association with other corporations, firms or individuals and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes of any part or parts thereof, provided the same are not inconsistent with the laws under which this corporation is organized.

Section 3. Other Powers. The Corporation shall have all other rights, powers and privileges which are not inconsistent with the foregoing, afforded to corporations organized under the Rhode Island Non-Profit Corporation Act.

ARTICLE IV
DISSOLUTION

Upon the dissolution of the Corporation, the Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, distribute all of the remaining assets of the Corporation exclusively to one or more charitable organizations within the meaning of Section 501 (c)(3) of the Internal Revenue Code. In the event that any assets are not disposed of in the foregoing manner, such assets shall be disposed of by a court of appropriate jurisdiction to another such organization or organizations to be used in such manner as in the judgment of the court will best accomplish the charitable purposes and further the charitable activities of the Corporation. In no event shall any such assets be distributed to any officer or director of the Corporation or to any other private individual.

A director of the Corporation shall not be liable to the Corporation for monetary damages for breach of the director's duty as a director; provided, however, that this provision shall not eliminate or limit the liability of a director to the extent provided by applicable law (i) for any breach of the director's duty of loyalty to the Corporation; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or (iii) for any transaction from which the director derived an improper personal benefit. If the Rhode Island Non-Profit Corporation Act is subsequently amended to authorize corporate action which would further eliminate or limit the personal liability of directors, then the liability of each director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Rhode Island Non-Profit Corporation Act as so amended. No subsequent amendment or repeal of this provision of these Articles of Incorporation, nor the subsequent adoption of any provision of these Articles of Incorporation which is inconsistent with this provision shall eliminate nor reduce the effect of this provision with respect to any matter occurring, or any cause of action, suit or claim that, but for this provision, would occur or arise, prior to such amendment or adoption of such inconsistent provision.