

# State of Rhode Island and Providence Plantations

## ORIGINAL ARTICLES OF ASSOCIATION

(NON-BUSINESS CORPORATION)

Know all Men by these Presents, That we Joseph Dimeo, of Warwick, Rhode Island, Wallace H. Menshaw and Carl W. Atwood, both of Green Hill, South Kingstown, Rhode Island, and Lafayette A. Hays and George A. Archer, both of Cranston, Rhode Island

all of lawful age, hereby agree to and with each other:

FIRST. To associate ourselves together with the intention of forming a corporation under and by virtue of the powers conferred by Chapter 7-6 of the General Laws of Rhode Island.

SECOND. Said corporation shall be known by the name of THE HILL ASSOCIATION, INC.

THIRD. Said corporation is constituted for the purpose of acquiring, holding, operating and maintaining a parking lot for the use of the members of the corporation and for the purpose of promoting and protecting property rights of the members by joint effort.

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See §§ 7-6-7, 7-6-8 of the General Laws.)

To do any lawful act which is necessary or proper to accomplish the purposes of its incorporation. Without limiting or enlarging the effect of this general grant of authority, it is hereby specifically provided that every such corporation shall have power:

(a) to have perpetual succession in its corporate name unless a period for its duration is limited in its articles of association or charter;

(b) to sue and be sued in its corporate name,

(c) to have and use a common seal and alter the same at pleasure,

(d) to elect such officers and appoint such agents as its purposes require, and to fix their compensation and define their duties;

(e) to make by-laws not inconsistent with the Constitution or laws of the United States or of this state, or with the corporation's charter or articles of association, determining the time and place of holding and the manner of calling and of conducting meetings of its members and directors, the manner of electing its officers and directors, the mode of voting by proxy, and the number, qualifications, powers, duties and term of office of its officers and directors, and containing any other provisions, whether of the same or of a different nature, for the management of the corporation's property and the regulation and government of its affairs;

(f) to make contracts, incur liabilities and borrow money.

Said corporation shall be entitled to take, hold, transmit and convey real and personal estate to an amount not exceeding in all one hundred fifty thousand dollars (\$150,000). But if such corporation desires to take and hold property to an amount exceeding one hundred fifty thousand dollars (\$150,000) either originally or by amendment, such privilege shall be granted only by the general assembly on petition thereto.

(Over)

FOURTH. Said corporation shall be located in South Kingstown, Rhode Island.  
(City or Town)

(Further provisions not inconsistent with law)

FIFTH Said corporation shall have authority to amend its Articles of Association at a meeting called for that purpose by a majority of the members.

SIXTH

SEVENTH

In Testimony Whereof, We have hereunto set our hands and stated our residences this

16<sup>th</sup> day of August A. D. 19 58

NAME	RESIDENCE
<i>Joseph Dimeo</i>	74 Mashuena Drive Warwick, R. I.
Joseph Dimeo	74 Mashuena Drive, Warwick, Rhode Island
<i>Wallace H. Henshaw</i>	Green Hill, South Kingstown, R.I.
Wallace H. Henshaw	Green Hill, Rhode Island (South Kingstown)
<i>Lafayette A. Hays</i>	88 Fairfield Road Cranston R.I.
Lafayette A. Hays	88 Fairfield Road, Cranston, Rhode Island
<i>George A. Archer</i>	Arrow Way, Cranston, Rhode Island
George A. Archer	Arrow Way, Cranston, Rhode Island
<i>Carl W. Atwood</i>	Green Hill, South Kingstown, R.I.
Carl W. Atwood	Green Hill, South Kingstown, Rhode Island

STATE OF RHODE ISLAND,  
COUNTY OF Washington

In the ~~City~~ Town of *South Kingstown*

in said county this 16 day of August A. D. 19 58 , then

personally appeared before me Joseph Dimeo, Wallace H. Henshaw, Lafayette A. Hays,  
George A. Archer and Carl W. Atwood

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

*Robert B. L...*  
Notary Public.

Non-Business Corporation

ORIGINAL

ARTICLES OF ASSOCIATION OF

THE HILL ASSOCIATION, INC.

FILED IN THE OFFICE OF THE  
SECRETARY OF STATE

AUG 20 1958 19



State of Rhode Island and Providence Plantations

OFFICE OF THE GENERAL TREASURER

No. 24757 Providence

Aug. 20, 1958

I Hereby Certify That *The Hill Association, Inc.*

has paid into the State Treasury a fee of

*Five*

Dollars for

*Incorporation*

in accordance with the provisions of 7-1-9, General Laws.

*Raymond H. Ingraham*  
General Treasurer