

State of Rhode Island and Providence Plantations

Office of the Secretary of State

Corporations Division

100 North Main Street

Providence, RI 02903

91769

NON-PROFIT CORPORATION
ORIGINAL ARTICLES OF INCORPORATION

The undersigned, acting as incorporators of a corporation under Chapter 7-6 of the General Laws, 1956, as amended, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Campus Compact.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are: To foster among college and university students a sense of civic responsibility and a commitment to make contributions to the welfare of communities and societies; to develop leadership by presidents of colleges and universities in support of public and community service; to develop resource materials, grant programs, workshops and institutes, and provide specialized programs for presidents, faculty, staff and students of colleges and universities; and to carry on any other activity that may be lawfully carried on by a corporation formed under the Rhode Island Nonprofit Corporation Act as may be in effect from time to time.

FOURTH: Provisions for the regulation of the internal affairs of the corporation are:

A. Charitable Purposes. The property of the corporation is irrevocably dedicated to charitable purposes, and no part of the net earnings, profits or assets of the corporation upon dissolution or otherwise shall inure to the benefit of any private person or individual or any director of the corporation, and upon liquidation or dissolution all property and assets of the corporation remaining after paying or providing for all debts and other expenses shall be distributed and paid an organization or organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") or in a corresponding provision of any future statute.

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By J. B. H.
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Notwithstanding the foregoing, the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth in Article Third hereof. The corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation. The corporation shall not participate in or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the corporation is organized exclusively for one or more of the purposes specified in Section 501(c)(3) of the Code and shall not carry on any activities not permitted to be carried on by an organization exempt from tax under Section 501(c)(3) of the Code or under a corresponding provision of any future statute.

B. Members. The corporation may have a member or members as shall be provided in the by-laws.

C. Board of Directors. The power and authority to conduct business and affairs of the corporation shall be vested solely in a board of directors, except as otherwise provided by law, the articles incorporation, or the by-laws. Notwithstanding anything herein to the contrary, the by-laws may include specific limitations to the power and authority of the board of directors. The number of directors, the manner of their election, their terms of office, and all of the matters pertaining to the constitution of the board of directors and the proceedings thereof shall be as provided in the by-laws.

D. Limitation of Liability. A member of the board of directors of the corporation (a "director") shall not be personally liable to the corporation for monetary damages for breach of the director's duty as a director, except for (i) liability for any breach of the director's duty of loyalty to the corporation or its member, (ii) liability for acts or omission not in good faith or which involve intentional misconduct or a knowing violation of the law, or (iii) liability for any transaction from which the director derived an improper personal benefit. If the Rhode Island Nonprofit Corporation Act is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director shall be eliminated or limited to the fullest extent permitted or limited by the Rhode Island Nonprofit Corporation Act as so amended. Any repeal or modification of the provisions of this Paragraph D by the corporation shall not adversely affect any right or protection of a director of the corporation existing prior to such repeal or modification.

E. Indemnification. In addition to the authority conferred upon the corporation by Section 7-6-6 of the Rhode Island Nonprofit Corporation Act, the corporation's by-laws may include such terms and conditions as the board of directors, in its sole discretion, determine appropriate, to indemnify against any loss or reimburse for expenses in connection with any claim. Notwithstanding the foregoing, provisions of the by-laws authorized by this Paragraph E may not indemnify or reimburse for expenses a director or officer from and against any loss, in connection with any claim or claims for: (i) a breach of the director's or officer's duty of loyalty to the corporation; (ii) acts or omissions not in good faith or which involve intentional misconduct or knowing violation of law; (iii) a transaction from which the person seeking indemnification derived an improper personal benefit.

FIFTH: The address of the initial registered office of the corporation is 50 South Main Street, Providence, RI 02903 and the name of the initial registered agent at such address is Edmund C. Bennett.

SIXTH: The number of directors constituting the initial board of directors of the corporation is four and the names and addresses of the persons who are to serve as the initial directors are:

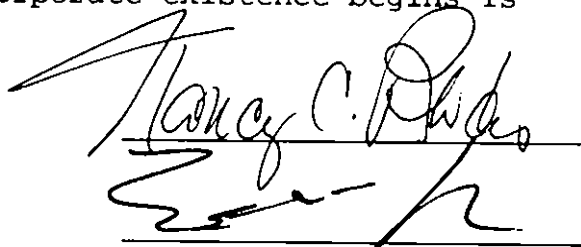
Name	Address
Edward A. Malloy, C.S.C.	188 Benefit Street Providence, RI 02906
Dolores E. Cross	188 Benefit Street Providence, RI 02906
John DiBiaggio	188 Benefit Street Providence, RI 02906
Byron McClenney	188 Benefit Street Providence, RI 02906

SEVENTH: The name and address of each incorporator is:

Name	Address
Nancy C. Rhodes	188 Benefit Street Providence, RI 02906
Edmund C. Bennett	50 South Main Street Providence, RI 02903

EIGHTH: The date when corporate existence begins is October 1, 1996.

Dated: October 1, 1996



A handwritten signature, likely of Nancy C. Rhodes, is written over a horizontal line. The signature is in cursive and appears to read 'Nancy C. Rhodes'.