



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

108270
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SECRETARY OF STATE
CORPORATIONS DIV.
SEP 13 10 18 AM '99

ORIGINAL ARTICLES OF INCORPORATION

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 Jason's Grant Home Owner's 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:

See Exhibit "A"

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:

See Exhibit "A"

FILED

SEP 13 1999

By

Handwritten signature and initials

5. The address of the initial registered office of the corporation is 55 Pine 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 Alfred G. Thibodeau  
(Name of Agent)

6. The number of directors constituting the Initial Board of Directors of the Corporation is 5  
(Not less than three Directors)

and the names and addresses of the persons who are to serve as the initial directors are:

<i>Name</i>	<i>Address</i>
<u>David Brown</u>	<u>3 Jason's Grant Drive, Cumberland, RI 02864</u>
<u>Patrick Canning</u>	<u>26 Jason's Grant Drive, Cumberland, RI 02864</u>
<u>Sandra Dean</u>	<u>16 Jason's Grant Drive, Cumberland, RI 02864</u>
<u>Janice Geddes</u>	<u>28 Jason's Grant Drive, Cumberland, RI 02864</u>
<u>Kenneth Nyman</u>	<u>24 Jason's Grant Drive, Cumberland, RI 02864</u>

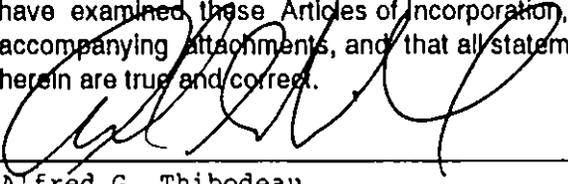
7. The name and address of each Incorporator is:

<i>Name</i>	<i>Address</i>
<u>Alfred G. Thibodeau</u>	<u>55 Pine Street, Providence, RI 02903</u>
_____	_____
_____	_____
_____	_____
_____	_____

8. Date when corporate existence to begin September 13, 1999  
(Not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Dated September 13, 19 99

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.



\_\_\_\_\_  
 Alfred G. Thibodeau

Signature of each Incorporator

## EXHIBIT 'A'

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

(a) To provide for the insurance, care and maintenance of the detention basins located on Jason's Grant Subdivision, Cumberland, Rhode Island.

(b) To enforce the restrictions relating to Lots on the Jason's Grant Subdivision, Cumberland, Rhode Island.

(c) To fix, collect and manage assessments or charges to be levied against the owners of Lots on the Jason's Grant Subdivision, Cumberland, Rhode Island.

(d) So far as permitted by law, to do any and other things that in the opinion of the Board of Directors will promote the common benefit and enjoyment of the residents of the Jason's Grant Subdivision, Cumberland, Rhode Island with the General Powers provided by R.I.G.L. § 7-6-5.

FOURTH: Provisions for the regulation of the internal affairs of the Corporation, including provisions for the distribution of assets on dissolution or final liquidation, are:

(a) The Members of the Corporation shall be the Owners of Lots in the Jason's Grant Subdivision, Cumberland, Rhode Island.

(b) The affairs of the corporation shall be managed by a Board of Directors. Each member of the Board of directors shall have one vote. The directors and officers of the Corporation, terms of office, method of selection, respective duties, and all things pertaining thereto, are defined and established in the by-laws of the Corporation.

(c) Whenever a provision of law (including requirement for maintaining tax-exempt status under the income tax laws of the United States and the State of Rhode Island) or these Articles of Incorporation is inconsistent with the by-laws of the Corporation, the provision of law or the Articles of Incorporation shall be controlling.

(d) Amendments to the Articles of Incorporation shall be made upon the affirmative vote of three-fourths (3/4) of the Members.

(e) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, members 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 its purposes set forth in Article THIRD hereof.

(f) 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, nor intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

(g) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be conducted: (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (2) by a corporation, contributions to which are deductible under Section 170 of the Code.

(h) In the event of the liquidation of the Corporation, whether voluntary or involuntary, no member, officer or director shall be entitled to any distribution or division of the Corporation's property or the proceeds thereof.

(i) A director or officer of the Corporation shall not be personally liable to the Corporation for monetary damages for breach of fiduciary duty as a director or officer, except for liability (i) for any breach of the director's or officer'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 or officer derived an improper personal benefit.

(j) Any and all earnings and profits from the Corporation and any assets of the Corporation remaining if and when the Corporate existence is terminated shall be paid over and delivered to the Town of Cumberland, Rhode Island to accomplish the original purposes and objectives of the Corporation.