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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, RI 02903-1335

NON-PROFIT CORPORATION

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 **The Summer Institute**
2. The period of its duration (if perpetual, so state) **Perpetual**
3. The specific purpose or purposes for which the corporation is organized are:

To conduct educational meetings with an emphasis on business education and for any other lawful purpose or purposes permitted under the Rhode Island Non-Profit Corporation Act.

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:
 - a. **The Corporation shall have no members.**
 - b. **No director shall have personal liability to the corporation for monetary damages for breach of such director's duty provided that this provision shall not eliminate or limit the liability of such director for: (i) any breach of such director's duty of loyalty to the corporation; (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) liability imposed pursuant to the provisions of Rhode Island General Laws Section 7-6-22; or (iv) any transaction from which such director derived an improper personal benefit (unless said transaction is permitted by Rhode Island General Laws Section 7-6-26.1).**

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5. The address of the initial registered office of the corporation is **Adler Pollock & Sheehan P.C., 2300 BankBoston Plaza, Providence, RI 02903** and the name of its initial registered agent at such address is **Sarah T. Dowling, Atty.**

6. The number of directors constituting the initial Board of Directors of the Corporation is **Three (3)** and the names and address of the persons who are to serve as the initial directors are:

Name	Address
Michael W. Joukowsky	99 Power Street Providence, RI 02906
Sarah T. Dowling, Atty.	2300 BankBoston Plaza Providence, RI 02903
Madeleine Telfeyan	99 Power Street Providence, RI 02906

7. The name and address of each incorporator is:

Name	Address
Sarah T. Dowling, Atty.	2300 BankBoston Plaza Providence, RI 02903

8. Date when corporate existence to begin **Immediately upon filing**

Dated: January 26, 2000

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.

Sarah T. Dowling
Sarah T. Dowling, Atty.
Signature of Incorporator

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JAN 27 2000
BY MD 2324/02