

Filing Fee: \$35.00

ID Number: 186875



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
(To Be Filed In Duplicate Original)

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 Rebuilding Together Greater Newport, Inc.
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:
The corporation is organized to operate exclusively for charitable and educational
purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the
corresponding provisions of any future United States Internal Revenue Law). In furtherance of
these purposes, the corporation shall sponsor volunteer projects to repair the homes of poor,
elderly and/or disabled persons. Consistent with the foregoing purposes
the corporation may engage in any lawful activity that may be incidental or reasonably necessary to any
of the foregoing purposes, and may exercise all powers now or hereafter available to corporations
organized under the Nonprofit 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 are:
See Exhibit "A" attached hereto.

FILED

SEP 06 2002

By BNF
290884

RECEIVED OF STATE
SECRETARY OF STATE
CORPORATIONS DIV.
SEP 6 9 22 AM '02

5. The address of the initial registered office of the corporation is 130 Bellevue Avenue, Unit 2
(Street Address, not P.O. Box)

Newport, RI 02840, and the name of its initial registered agent at such
(City/Town) (Zip Code)

address is Peter Brent Regan
(Name of Agent)

6. The number of directors constituting the initial Board of Directors of the Corporation is 9
(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>See Exhibit "B" attached hereto.</u>	

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>Peter Brent Regan</u>	<u>130 Bellevue Avenue, Unit 2, Newport, RI 02840</u>
<u>Susan McCoy</u>	<u>c/o Carey Richmond & Viking, 49 Bellevue Ave, Newport, RI 02840</u>

8. Date when corporate existence is to begin Upon filing of the Articles of Incorporation
(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Date: 9/4/02

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.

[Signature]
Susan McCoy

Signature of each Incorporator

EXHIBIT A

A. The Corporation shall have no members.

B. The affairs of this corporation shall be managed by a board of at least nine directors. The bylaws shall provide for officers of the corporation which shall include, but not be limited to, a President, Vice President, Secretary and Vice President and Treasurer. The number of directors and officers, as well as the manner in which they shall be nominated and elected, shall be provided in the bylaws of the corporation.

C. In all events and under all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution, or winding up of this corporation, voluntary or involuntary or by operation of law,

(a) This corporation shall not have or exercise any power of authority either expressly or by interpretation or operation of law, nor shall it directly or indirectly engage in any activity, that would prevent it from qualifying (and continuing to qualify) as a corporation described in Section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), contributions to which are deductible for federal income tax purposes.

(b) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its incorporators, directors, 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 III hereof.

(c) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation; nor shall it in any

manner or to any extent participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

(d) Neither the whole, nor any part or portion, of the assets or net earnings of this corporation shall be used, nor shall this corporation ever be organized or operated, for objects or purposes other than those set out in Article III hereof.

D. Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of the remaining assets of the corporation exclusively for the purposes set out in Article III hereof or, alternatively, after making such provision for all liabilities, the Board of Directors shall dispose of all the remaining assets to an organization or organizations which shall at the time operate exclusively for charitable or educational purposes and qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law.) Any of such assets not so disposed of by the Board of Directors shall be disposed of by the United States District Court for the State of Rhode Island exclusively for such purposes or to such exempt organization or organizations.

EXHIBIT B

Name	Address
Susan McCoy	c/o Carey, Richmond & Viking 49 Bellevue Avenue Newport, RI 02840
Pauline Moye	Florence Gray Center 1 York Street Newport, RI 02840
Judi Smith	Newport Hospital 11 Friendship Street Newport, RI 02840
Chris Synnott	Farrar & Associates 56 Bridge Street Newport, RI 02840
Keith MacDonald	R & R Construction 54 Ellery Road Newport, RI 02840
Lark D'Helen, Rev.	47 Miantonomi Avenue Middletown, RI 02842
Thomas Flanagan	Vice-Pres. Community Relations Salve Regina University 100 Ochre Ct. Newport, RI 02840
Mark Thayer, Esquire	Sayer, Regan, Thayer & Flanagan 130 Bellevue Avenue Newport, RI 02840
Helen Sternberg-Powidzki,RCE	Newport County Board of Realtors 26 Valley Road, Suite 204 Middletown, RI 02842



Rebuilding Together with Christmas in April
c/o The Providence Journal Company
75 Fountain Street
Providence, RI 02902
Tel: 401 277-7845
Fax: 401 277-7969

EXECUTIVE DIRECTOR
Jane C. Upper

CHAIR
Thomas Freeman
FleetBoston Financial

VICE CHAIR
Anthony Thomas
The Foundry Corporate
Office Center

SECRETARY
Barbara Cottani
Citizens Financial
Group, Inc.

TREASURER
Robert Tobias
Textron Inc.

BOARD MEMBERS
Norm Blais
The Home Depot

William Boffi
Blue Cross & Blue Shield

Steven Carlino
Rhode Island Builders

Edward Caron
Providence College

Paul Choquette
Gilbane Building Co.

Karen Czaplewski
New England Gas Co.

Michael D'Amico
IBEW Local 99

David Edington
Associated Builders &
Contractors of RI

Louis Fazzano
HELP Coalition

Mark Fisher
Robinson Green Beretta

Richard Godfrey
Rhode Island Housing

Juana Horton
Horton Interpreting
Services, Inc.

Joyce Kilmartin
Equilibrium, Inc.

John Muggeridge
Fidelity Investments

Joseph Nagle
Delta Dental of RI

Edward Neubauer
Smith Hill Community
Development Corporation

James O'Leary
Attorney-at-Law

Marcia Russell Cintron
Providence Journal Co.

Faye Sanders
Citizens Financial
Group, Inc.

Howard Sutton
Providence Journal Co.

John Whitrop
Gilbane Building Co.

September 4, 2002

Mr. Peter Regan

Sayer, Regan, Thayer, Flanagan

130 Bellevue Avenue

Newport, Rhode Island 02840

Dear Mr. Regan:

Rebuilding Together with Christmas in April Providence gives the Rhode Island Secretary of State, Corporations Division consent to the forming of a new corporation in the State of Rhode Island and Providence Plantations titled Rebuilding Together Greater Newport, Inc.

Regards,

Jane C. Upper

Executive Director

