



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Matthew A. Brown, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401.222.3040

NON-PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005

Filing Period: June 1 - June 30 • Filing Fee: \$20.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. 58776		2. Name of Corporation THE ELMS FOUNDATION	
3. State of Incorporation RHODE ISLAND		4. Corporate address in Rhode Island - Street Address 70 HARWICH ROAD	
5. Foreign corporation: Enter principal office address		City PROVIDENCE	Zip 02906
6. Brief Description of the character of the affairs which are actually conducted in Rhode Island THIS FOUNDATION MAKES GRANTS TO QUALIFIED PUBLIC CHARITIES.			
7. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) ☒ FILL IN SPACES BEFORE USING ATTACHMENTS			
President Name STANLEY P. GOLDSTEIN		Vice President Name NONE	
Street Address 70 HARWICH ROAD		Street Address	
City PROVIDENCE	State RI	City PROVIDENCE	Zip 02906
Secretary Name MERLE R. GOLDSTEIN		Treasurer Name STANLEY P. GOLDSTEIN	
Street Address 70 HARWICH ROAD		Street Address 70 HARWICH ROAD	
City PROVIDENCE	State RI	City PROVIDENCE	Zip 02906
8. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) ☒ FILL IN SPACES BEFORE USING ATTACHMENTS THE NUMBER OF DIRECTORS OF A DOMESTIC (RHODE ISLAND) CORPORATION SHALL NOT BE LESS THAN THREE (3) R.I.G.L. 7-6-23			
Director Name STANLEY P. GOLDSTEIN		Director Name MERLE R. GOLDSTEIN	
Street Address 70 HARWICH ROAD		Street Address 70 HARWICH ROAD	
City PROVIDENCE	State RI	City PROVIDENCE	Zip 02906
Director Name EUGENE S. GOLDSTEIN		Director Name LARRY M. GOLDSTEIN	
Street Address 70 HARWICH ROAD		Street Address 70 HARWICH ROAD	
City PROVIDENCE	State RI	City PROVIDENCE	Zip 02906
9. REGISTERED AGENT IN RHODE ISLAND - DO NOT ALTER - Changes require filing of Form 641 - R.I.G.L. 7-6-13 / 7-6-78			
Agent Name DAVID L. BEATTY		Address C/O STANLEY P. GOLDSTEIN	
Address 70 HARWICH ROAD		City PROVIDENCE	Zip 02906

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



5 8 7 7 6

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

DAVID L. BEATTY 3/15/06
Signature of Officer Date
DAVID L. BEATTY
Print or Type Name of Officer
ASSISTANT SECRETARY
Title of Officer

File Date

4/6/06

Check No.

49588840

By:

JB

FOR SECRETARY OF STATE USE ONLY

The Elms Foundation, 05-0450051

Year ending December 31, 2004

Attachment to Non-Profit Corporation Annual Report for the year 2004.

7. Names and addresses of the Officers.

- A. Stanley P. Goldstein, President, Treasurer
70 Harwich Road, Providence, RI 02906
- B. Merle R. Goldstein, Secretary
Address same as above
- C. David L. Beatty, Assistant Secretary
c/o Stanley Goldstein, 70 Harwich Road, Providence, RI 02906

8. Names and addresses of the Directors.

- A. Stanley P. Goldstein, Director
70 Harwich Road, Providence, RI 02906
- B. Merle R. Goldstein, Director
Address same as above
- C. David L. Beatty, Director
c/o Stanley Goldstein, 70 Harwich Road, Providence, RI 02906
- D. Eugene S. Goldstein, Director
Address same as above
- E. Larry M. Goldstein, Director
Address same as above
- F. Peter Karoff, Director
Address same as above



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Matthew A. Brown, Secretary of State
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100 North Main Street, Providence, RI 02903-1335
401.222.3040

NON-PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2004

Filing Period: June 1 - June 30 • Filing Fee: \$20.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. 58776		2. Name of Corporation The Elms Foundation			
3. State of Incorporation RHODE ISLAND		4. Corporate address in Rhode Island - Street Address 70 HARWICH RD.		City PROVIDENCE	Zip 02906-
5. Foreign corporation: Enter principal office address			City	State	Zip
6. Brief Description of the character of the affairs which are actually conducted in Rhode Island TO RECEIVE, HOLD INVEST & REINVEST CERTAIN FUNDS					
7. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) ☐ FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name STANLEY P. GOLDSTEIN			Vice President Name N/A		
Street Address 2831 LONGMEADOW DRIVE			Street Address N/A		
City WELLINGTON	State FL	Zip 33414	City N/A	State	Zip
Secretary Name MERLE F. GOLDSTEIN			Treasurer Name STANLEY P. GOLDSTEIN		
Street Address 70 HARWICH ROAD			Street Address 2831 LONGMEADOW DRIVE		
City PROVIDENCE	State RI	Zip 02906	City WELLINGTON	State FL	Zip 33414
8. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) ☒ FILL IN SPACES BEFORE USING ATTACHMENTS					
THE NUMBER OF DIRECTORS OF A DOMESTIC (RHODE ISLAND) CORPORATION SHALL NOT BE LESS THAN THREE (3) R.I.G.L. 7-6-23					
Director Name LARRY M. GOLDSTEIN			Director Name EUGENE S. GOLDSTEIN		
Street Address C/O STANLEY GOLDSTEIN, 2831 LONGMEADOW DRIVE			Street Address C/O STANLEY GOLDSTEIN, 2831 LONGMEADOW DRIVE		
City WELLINGTON	State FL	Zip 33414	City WELLINGTON	State FL	Zip 33414
Director Name PETER KAROFF			Director Name DAVID L. BEATTY		
Street Address C/O STANLEY GOLDSTEIN, 2831 LONGMEADOW DRIVE			Street Address C/O STANLEY GOLDSTEIN, 2831 LONGMEADOW DRIVE		
City WELLINGTON	State FL	Zip 33414	City WELLINGTON	State FL	Zip 33414
9. REGISTERED AGENT IN RHODE ISLAND - DO NOT ALTER - Changes require filing of Form 641 - R.I.G.L. 7-6-13 / 7-6-78					
Agent Name DAVID L. BEATTY			Address		
Address C/O STANLEY P. GOLDSTEIN, 20 HARWICH ROAD			City PROVIDENCE	Zip 02906	

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



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58776 DNP 11/11/04 03:54:49 PM

File Date 11/17/04

Check No. 19664

By: DA

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer David L. Beatty Date 11/11/04
Print or Type Name of Officer DAVID L. BEATTY
Title of Officer DIRECTOR & ASST. SECY.

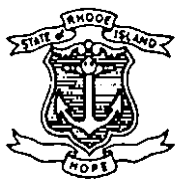
Non-Profit Corporation Annual Report for the Year 2004
Additional Information Sheet

ELMS FOUNDATION, THE

Corporate ID No: 58776

8. NAMES AND ADDRESSES OF THE DIRECTORS (Continued)

<u>Name</u>	<u>Address</u>	<u>Title</u>
Stanley P. Goldstein	2831 Longmeadow Drive Wellington, FL 33414	Director
Merle F. Goldstein	70 Harwich Road Providence, RI 02906	Director



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

Corporate ID Number DNE-58776Annual Report for the year 2003

- The name of the corporation is The Elms Foundation
- The state or other jurisdiction under the laws of which it is incorporated is Rhode Island
- The address of the registered office of the corporation in this state is c/o Stanley P. Goldstein
70 Harwich Road, Providence, RI 02906 and the
name of its registered agent in this state at that address is David L. Beatty
- The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is _____
to receive, hold, invest and reinvest certain funds
- If a foreign corporation, the address of its principal office in the state or other jurisdiction under the laws of which it is incorporated is N/A
- Corporate address in Rhode Island c/o Stanley P. Goldstein,
70 Harwich Road, Providence, RI 02906
- Names and addresses of its directors and officers: *(In compliance with 7-6-23 of the R.I.G.L. 1956, as amended, the number of directors of a domestic (Rhode Island) corporation shall not be less than three (3).)*

See continuation list attached

NAME	OFFICE	ADDRESS
<u>Larry M. Goldstein</u>	<u>Director</u>	<u>c/o Stanley Goldstein, 70 Harwich Rd, Providence, RI 02906</u>
<u>Merle F. Goldstein</u>	<u>Director</u>	<u>Same as above</u>
<u>Stanley P Goldstein</u>	<u>Director</u>	<u>Same as above</u>
<u>Stanley P Goldstein</u>	<u>President</u>	<u>Same as above</u>
	<u>Vice-President</u>	
<u>Merle F. Goldstein</u>	<u>Secretary</u>	<u>Same as above</u>
<u>Stanley P Goldstein</u>	<u>Treasurer</u>	<u>Same as above</u>
<u>David L. Beatty</u>	<u>Asst. Secretary</u>	<u>Same as above</u>

Dated: 5 / 7 / 03

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

The Elms Foundation

Exact Name of Corporation

By

Title

Assistant Secretary

(Report must be signed by an officer)

Non-Profit Corporation Annual Report for the Year 2003
Additional Information Sheet

ELMS FOUNDATION, THE

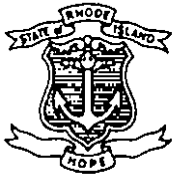
Corporate ID No: 58776

8. NAMES AND ADDRESSES OF THE DIRECTORS (Continued)

<u>Name</u>	<u>Address</u>	<u>Title</u>
Goldstein, Eugene S.	c/o Stanley P. Goldstein 70 Harwich Road, Providence, RI 02906	Director
Karoff, Peter	c/o Stanley P. Goldstein 70 Harwich Road, Providence, RI 02906	Director
Beatty, David L.	c/o Stanley P. Goldstein 70 Harwich Road, Providence, RI 02906	Director

Filing Fee: \$20.00

To be filed annually during
the month of June



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

Corporate ID Number DNP-58776

Annual Report for the year 2002

1. The name of the corporation is The Elms Foundation
2. The state or other jurisdiction under the laws of which it is incorporated is Rhode Island
3. The address of the registered office of the corporation in this state is c/o Stanley P. Goldstein
70 Harwich Road, Providence, RI 02906 and the
name of its registered agent in this state at that address is David L. Beatty
4. The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is _____
to receive, hold, invest and reinvest certain funds
5. If a foreign corporation, the address of its principal office in the state or other jurisdiction under the laws of which it is
incorporated is N/A
6. Corporate address in Rhode Island c/o Stanley P. Goldstein,
70 Harwich Road, Providence, RI 02906
7. Names and addresses of its directors and officers: (In compliance with 7-6-23 of the R.I.G.L. 1956, as amended, the
number of directors of a domestic (Rhode Island) corporation shall not be less than three (3).)

NAME	See List attached continuation OFFICE	ADDRESS
<u>Larry M. Goldstein</u>	<u>Director</u>	<u>c/o Stanley Goldstein, 70 Harwich Rd, Providence RI 02906</u>
<u>Merle F. Goldstein</u>	<u>Director</u>	<u>Same as above</u>
<u>Stanley P Goldstein</u>	<u>Director</u>	<u>Same as above</u>
<u>Stanley P Goldstein</u>	<u>President</u>	<u>Same as above</u>
<u>David L. Beatty</u>	<u>Assistant Secretary</u> <u>Vice President</u>	<u>Same as above</u>
<u>Merle F. Goldstein</u>	<u>Secretary</u>	<u>Same as above</u>
<u>Stanley P Goldstein</u>	<u>Treasurer</u>	<u>Same as above</u>

Dated: 5/20/02

Under penalty of perjury, I declare and affirm that I have examined this
report, including any accompanying schedules and statements, and that
all statements contained herein are true and correct.

The Elms Foundation

Exact Name of Corporation

By [Signature]

Title Assistant Secretary
(Report must be signed by an officer)

Non-Profit Corporation Annual Report for the Year 2002
Additional Information Sheet

ELMS FOUNDATION, THE

Corporate ID No: 58776

8. NAMES AND ADDRESSES OF THE DIRECTORS (Continued)

<u>Name</u>	<u>Address</u>	<u>Title</u>
Goldstein, Eugene S.	c/o Stanley P. Goldstein 70 Harwich Road, Providence, RI 02906	Director
Karoff, Peter	c/o Stanley P. Goldstein 70 Harwich Road, Providence, RI 02906	Director
Beatty, David L.	c/o Stanley P. Goldstein 70 Harwich Road, Providence, RI 02906	Director



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

Corporate ID Number DNP-58776Annual Report for the year 2001

- The name of the corporation is THE ELMS FOUNDATION
- The state or other jurisdiction under the laws of which it is incorporated is RHODE ISLAND
- The address of the registered office of the corporation in this state is C/O STANLEY P. GOLDSTEIN
70 HARWICH RD, PROVIDENCE R.I. 02906 and the
name of its registered agent in this state at that address is DAVID L. BEATTY
- The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is TO RECEIVE, HOLD
INVEST AND RE-INVEST CERTAIN FUNDS
- If a foreign corporation, the address of its principal office in the state or other jurisdiction under the laws of which it is
incorporated is N/A
- Corporate address in Rhode Island C/O STANLEY P. GOLDSTEIN
70 HARWICH RD, PROVIDENCE R.I. 02906
- Names and addresses of its directors and officers: (In compliance with 7-6-23 of the R.I.G.L. 1956, as amended, the
number of directors of a domestic (Rhode Island) corporation shall not be less than three (3).)

NAME	OFFICE	ADDRESS
<u>LARRY M. GOLDSTEIN</u>	Director	<u>C/O STANLEY P. GOLDSTEIN, 70 HARWICH RD, PROVIDENCE RI</u>
<u>MEALE F. GOLDSTEIN</u>	Director	<u>70 HARWICH RD, PROVIDENCE RI 02906</u>
<u>STANLEY P. GOLDSTEIN</u>	Director	<u>70 HARWICH RD, PROVIDENCE RI 02906</u>
<u>STANLEY P. GOLDSTEIN</u>	President	<u>70 HARWICH RD, PROVIDENCE RI 02906</u>
	Vice-President	
<u>MEALE F. GOLDSTEIN</u>	Secretary	<u>70 HARWICH RD, PROVIDENCE RI 02906</u>
<u>STANLEY P. GOLDSTEIN</u>	Treasurer	<u>70 HARWICH RD, PROVIDENCE RI 02906</u>

Dated: 11/15/01

11-19-01
CL# 3347

2

Under penalty of perjury, I declare and affirm that I have examined this
report, including any accompanying schedules and statements, and that
all statements contained herein are true and correct.

THE ELMS FOUNDATION

Exact Name of Corporation

By

Carol Z. By

Title

ASSISTANT SECRETARY

(Report must be signed by an officer)

Non-Profit Corporation Annual Report for the Year 2001
Additional Information Sheet

ELMS FOUNDATION, THE

Corporate ID No: 58776

8. NAMES AND ADDRESSES OF THE OFFICERS (con't)

<u>Name</u>	<u>Address</u>	<u>Title</u>
Beatty, David L.	c/o Stanley P. Goldstein 70 Harwich Road Providence, RI 02906	Assistant Secretary

9. NAMES AND ADDRESSES OF THE DIRECTORS (cont'd)

<u>Name</u>	<u>Address</u>
Goldstein, Eugene S.	c/o Stanley P. Goldstein 70 Harwich Road Providence, RI 02906
Karoff, Peter	c/o Stanley P. Goldstein 70 Harwich Road Providence, RI 02906
Beatty, David L.	c/o Stanley P. Goldstein 70 Harwich Road Providence, RI 02906

Filing Fee: \$20.00

To be filed annually during
the month of June



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street Providence, Rhode Island 02903-1335
Telephone (401) 222-3040

NON-PROFIT CORPORATION

Corporate ID Number DNP-58776

Annual Report for the year 2000

- The name of the corporation is The Elms Foundation
- The state or other jurisdiction under the laws of which it is incorporated is RHODE ISLAND
- The address of the registered office of the corporation in this state is 1500 FLEET CENTER PROVIDENCE, RI
02903
and the name of its registered agent in this state at that address is DORIS J. LICHT
- The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is to receive, hold,
invest and reinvest certain funds
- If a foreign corporation, the address of its principal office in the state or other jurisdiction under the laws of which it is
incorporated is N/A
- Corporate address in Rhode Island 1500 Fleet Center, Providence, RI 02903
- Names and addresses of its directors and officers: *(In compliance with 7-6-23 of the R.I.G.L. 1956, as amended, the
number of directors of a domestic (Rhode Island) corporation shall not be less than three (3).)*

NAME	OFFICE	ADDRESS
<u>Larry M. Goldstein</u>	<u>Director</u>	<u>c/o Hinckley, Allen & Snyder LLP, 1500 Fleet Center, Prov., RI 02903</u>
<u>Merle F. Goldstein</u>	<u>Director</u>	<u>c/o Hinckley, Allen & Snyder LLP, 1500 Fleet Center, Prov., RI 02903</u>
<u>Stanley P. Goldstein</u>	<u>Director</u>	<u>c/o Hinckley, Allen & Snyder LLP, 1500 Fleet Center, Prov., RI 02903</u>
<u>Stanley P. Goldstein</u>	<u>President</u>	<u>c/o Hinckley, Allen & Snyder LLP, 1500 Fleet Center, Prov., RI 02903</u>
	<u>Vice-President</u>	
<u>Merle F. Goldstein</u>	<u>Secretary</u>	<u>c/o Hinckley, Allen & Snyder LLP, 1500 Fleet Center, Prov., RI 02903</u>
<u>Stanley P. Goldstein</u>	<u>Treasurer</u>	<u>c/o Hinckley, Allen & Snyder LLP, 1500 Fleet Center, Prov., RI 02903</u>

Dated: 6/26/00

Under penalty of perjury, I declare and affirm that I have examined this
report, including any accompanying schedules and statements, and that
all statements contained herein are true and correct.

The Elms Foundation

Exact Name of Corporation

By

Title

PRESIDENT

(Report must be signed by an officer)

Form No. 631
Revised 5/98



* 5 8 7 7 6 *

FOR SECRETARY OF STATE USE ONLY

FILED

File Date: JUN 28 2000

Check No.:

By CC 2858

Rev:

107 -

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2000

Additional Information Sheet

Elms Foundation, The

Corporate ID No: 58776

8. NAMES AND ADDRESSES OF THE OFFICERS (con't.)

<i>Name</i>	<i>Address</i>	<i>Title</i>
Licht, Doris J.	Hinckley, Allen & Snyder 1500 Fleet Center Providence, RI 02903	Assistant Secretary

9. NAMES AND ADDRESSES OF THE DIRECTORS (con't.)

<i>Name</i>	<i>Address</i>
Goldstein, Eugene S.	c/o Hinckley, Allen & Snyder, 1500 Fleet Providence, RI 02903



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporation Division
100 Main Street Providence, Rhode Island 02903-1335
Telephone (401) 222-3040

NON-PROFIT CORPORATION

Corporate ID Number 58776

Annual Report for the year 1999

1. The name of the corporation is The Elms Foundation
2. The state or other jurisdiction under the laws of which it is incorporated is Rhode Island
3. The address of the registered office of the corporation in this state is 1500 Fleet Center, Providence, RI 02903
and the name of its registered agent in this state at that address is Doris J. Licht
4. The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is to receive, hold, invest and reinvest certain funds
5. If a foreign corporation, the address of its principal office in the state or other jurisdiction under the laws of which it is incorporated is n/a
6. Corporate address in Rhode Island 1500 Fleet Center, Providence, RI 02903
7. Names and addresses of its directors and officers: *(In compliance with 7-6-23 of the R.I.G.L. 1956, as amended, the number of directors of a domestic (Rhode Island) corporation shall not be less than three (3).)*

NAME	OFFICE	ADDRESS
Larry M. Goldstein	Director	c/o Hinckley, Allen & Snyder, 1500 Fleet Center, Prov., RI 02903
Merle F. Goldstein	Director	c/o Hinckley, Allen & Snyder, 1500 Fleet Center, Prov., RI 02903
Stanley P. Goldstein	Director	c/o Hinckley, Allen & Snyder, 1500 Fleet Center, Prov., RI 02903
Stanley P. Goldstein	President	c/o Hinckley, Allen & Snyder, 1500 Fleet Center, Prov., RI 02903
	Vice-President	
Merle F. Goldstein	Secretary	c/o Hinckley, Allen & Snyder, 1500 Fleet Center, Prov., RI 02903
Stanley P. Goldstein	Treasurer	c/o Hinckley, Allen & Snyder, 1500 Fleet Center, Prov., RI 02903

Dated: 6/10/99

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

FOR SECRETARY OF STATE USE ONLY	
File Date:	FILED
Check No:	JUN 14 1999
By:	<u>By 06120520</u>

The Elms Foundation

Exact Name of Corporation

By Doris J. Licht

Title Assistant Secretary
(Report must be signed by an officer)

**NON-
PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1999**
Additional Information Sheet

Elms Foundation, The

Corporate ID No: 58776

NAMES AND ADDRESSES OF THE OFFICERS (con't.)

<i>Name</i>	<i>Address</i>	<i>Title</i>
Licht, Doris J.	Hinckley, Allen & Snyder 1500 Fleet Center Providence, RI 02903	Assistant Secretary

NAMES AND ADDRESSES OF THE DIRECTORS (con't.)

<i>Name</i>	<i>Address</i>
Goldstein, Eugene S.	c/o Hinckley, Allen & Snyder, 1500 Fleet Providence, RI 02903



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division
100 North Main Street Providence, Rhode Island 02903-1335
Telephone (401) 222-3040

NON-PROFIT CORPORATION

Corporate ID Number 58776

Annual Report for the year 1998

- The name of the corporation is The Elms Foundation
- The state or other jurisdiction under the laws of which it is incorporated is Rhode Island
- The address of the registered office of the corporation in this state is _____
1500 Fleet Center Providence, RI 02903
and the name of its registered agent in this state at that address is Doris J. Licht
- The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is _____
To receive, hold, invest and reinvest certain funds
- If a foreign corporation, the address of its principal office in the state or other jurisdiction under the laws of which it is incorporated is _____
- Corporate address in Rhode Island _____
1500 Fleet Center Providence, RI 02903
- Names and addresses of its directors and officers: *(In compliance with 7-6-23 of the R.I.G.L. 1956, as amended, the number of directors of a domestic (Rhode Island) corporation shall not be less than three (3).)*

NAME	OFFICE	ADDRESS
Stanley P. Goldstein	Director	c/o 1500 Fleet Center Providence RI 02903
Merle F. Goldstein	Director	c/o 1500 Fleet Center Providence RI 02903
Eugene S. Goldstein	Director	c/o 1500 Fleet Center Providence RI 02903
Stanley P. Goldstein	President	c/o 1500 Fleet Center Providence RI 02903
	Vice-President	
Merle F. Goldstein		c/o 1500 Fleet Center Providence RI 02903
Stanley P. Goldstein	Secretary	c/o 1500 Fleet Center Providence RI 02903
	Treasurer	

Dated: July 1, 1998
FILED

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.
The Elms Foundation

Exact Name of Corporation

By FOR SECRETARY OF STATE USE ONLYFile Date: 03.01.98

Check No.: _____

By: _____

By Doris J. Licht
Title Assistant Secretary

(Report must be signed by an officer)

THE ELMS FOUNDATION

Additional Director

Larry M. Goldstein
c/o Bentley Tobin
1500 Fleet Center
Providence, RI 02903

Additional Officer

Assistant Secretary

Doris J. Licht
1500 Fleet Center
Providence, RI 02903

Filing Fee: \$20.00

To be filed annually during
the month of June

State of Rhode Island and Providence Plantations

NON-PROFIT-CORPORATION

Corporate ID Number 58776

Annual Report for the year 1997

FIRST: The name of the corporation is The Elms Foundation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is To receive, hold, invest and reinvest certain funds

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: Corporate address in Rhode Island
1500 Fleet Center Providence, RI 02903

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

NAME	OFFICE	ADDRESS
Stanley P. Goldstein	Director	c/o 1500 Fleet Center Providence RI 02903
Merle F. Goldstein	Director	c/o 1500 Fleet Center Providence RI 02903
Eugene S. Goldstein	Director	c/o 1500 Fleet Center Providence RI 02903
Stanley P. Goldstein	President	c/o 1500 Fleet Center Providence RI 02903
	Vice President	
Merle F. Goldstein	Secretary	c/o 1500 Fleet Center Providence RI 02903
Stanley P. Goldstein	Treasurer	c/o 1500 Fleet Center Providence RI 02903

Dated: May 15 1997

The Elms Foundation

(Name of Corporation)

By Douglas Dick

Title Assistant Secretary

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,
Form N-14 must be filed. Please contact Corporation Division for information, 277-3040
Mail with fee to: Corporations Division, 100 North Main Street, Providence, RI 02903.

THE ELMS FOUNDATION

Rider to 1997 Annual Report

Additional Director

Larry M. Goldstein
c/o Bentley Tobin
1500 Fleet Center
Providence, RI 02903

Additional Officer

Assistant Secretary
Doris J. Licht
1500 Fleet Center
Providence, RI 02903

Filing Fee: \$20.00

To be filed annually during
the month of June

State of Rhode Island and Providence Plantations

NON-PROFIT CORPORATION

Corporate ID Number 58776

Annual Report for the year 1996

FIRST: The name of the corporation is The Elms Foundation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The character of the affairs which it is actually conducting in Rhode Island, briefly stated, is
To receive, hold, invest and reinvest certain funds

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of
which it is incorporated is

FIFTH: Corporate address in Rhode Island
1500 Fleet Center Providence, RI 02903

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

NAME	OFFICE	ADDRESS
See Attached	Director	
	Director	
	Director	
Stanley P. Goldstein	President	c/o 1500 Fleet Center Providence RI 02903
	Vice President	
Merle F. Goldstein	Secretary	c/o 1500 Fleet Center Providence RI 02903
Stanley P. Goldstein	Treasurer	c/o 1500 Fleet Center Providence RI 02903

(If additional space is needed, attach rider)

Dated: June 21, 1996

The Elms Foundation

(Name of Corporation)

FILED

PAID

JUN 21 1996

By Doris J. Licht

Title Doris J. Licht, Assistant Secretary

SEC'Y OF STATE

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,
Form N-14 must be filed. Please contact Corporation Division for information, 277-3040
Mail with fee to: Corporations Division, 100 North Main Street, Providence, RI 02903.

THE ELMS FOUNDATION

DIRECTORS:

Stanley P. Goldstein
c/o Bentley Tobin
1500 Fleet Center
Providence, RI 02903

Merle F. Goldstein
c/o Bentley Tobin
1500 Fleet Center
Providence, RI 02903

Eugene S. Goldstein
c/o Bentley Tobin
1500 Fleet Center
Providence, RI 02903

Larry M. Goldstein
c/o Bentley Tobin
1500 Fleet Center
Providence, RI 02903

Additional Officer:

Assistant Secretary

Doris J. Licht
1500 Fleet Center
Providence, Rhode Island 02903

Filing Fee: \$20.00

To be filed annually during
the month of June

State of Rhode Island and Providence Plantations

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1500 Fleet Center Providence, RI 02903

SIXTH: Names and addresses of its directors and officers:

PAID

JUN 1 1995

SECY OF STATE
ICP # 3440907

(Addresses must include street and number, if any)

NAME	OFFICE	ADDRESS
See Attached	Director	
	Director	
	Director	
Stanley P. Goldstein	President	c/o 1500 Fleet Center, Providence, RI 02903
	Vice President	
Merle F. Goldstein	Secretary	c/o 1500 Fleet Center, Providence, RI 02903
Stanley P. Goldstein	Treasurer	c/o 1500 Fleet Center, Providence, RI 02903

(If additional space is needed, attach rider)

Dated: June 1, 19 95

The Elms Foundation

(Name of Corporation)

By Doris J. Licht, ass't secy.

Title Doris J. Licht, Assistant Secretary

(Report must be signed by an officer)

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THE ELMS FOUNDATION

DIRECTORS:

Stanley P. Goldstein
c/o Bentley Tobin
1500 Fleet Center
Providence, RI 02903

Merle F. Goldstein
c/o Bentley Tobin
1500 Fleet Center
Providence, RI 02903

Eugene S. Goldstein
c/o Bentley Tobin
1500 Fleet Center
Providence, RI 02903

Larry M. Goldstein
c/o Bentley Tobin
1500 Fleet Center
Providence, RI 02903

Additional Officer:

Assistant Secretary

Doris J. Licht
1500 Fleet Center
Providence, Rhode Island 02903

State of Rhode Island and Providence Plantations

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1500 Fleet Center Providence, RI 02903

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(Addresses must include street and number, if any)

NAME	OFFICE	ADDRESS
See Attached	Director	
	Director	
	Director	
Stanley P. Goldstein	President	c/o BT 1500 Fleet Ctr., Prov., RI
	Vice President	
Merle F. Goldstein	Secretary	c/o BT 1500 Fleet Ctr., Prov., RI
Stanley P. Goldstein	Treasurer	same as above

(If additional space is needed, attach rider)

Dated: June 2, 1994

The Elms Foundation

(Name of Corporation)

By Don J. Dick

Title Assistant Secretary

(Report must be signed by an officer)

FILED

JUN 2 1994

By [Signature] #84230

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Mail with fee to: Corporations Division, 100 North Main Street, Providence, RI 02903.

THE ELMS FOUNDATION

DIRECTORS:

Stanley P. Goldstein
c/o Bentley Tobin
1500 Fleet Center
Providence, RI 02903

Merle F. Goldstein
c/o Bentley Tobin
1500 Fleet Center
Providence, RI 02903

Eugene S. Goldstein
c/o Bentley Tobin
1500 Fleet Center
Providence, RI 02903

Larry M. Goldstein
c/o Bentley Tobin
1500 Fleet Center
Providence, RI 02903

Additional Officer:

Assistant Secretary
Doris J. Licht
1500 Fleet Center
Providence, Rhode Island 02903