

Filing Fee: \$150.00

ID Number: 101777



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

LIMITED LIABILITY COMPANY

ARTICLES OF ORGANIZATION
(To Be Filed In Duplicate)

Pursuant to the provisions of Chapter 7-16 of the General Laws, 1956, as amended, the following Articles of Organization are adopted for the limited liability company to be organized hereby:

1. The name of the limited liability company is The Alliance for Art and Architecture LLC

2. The name and address of the resident agent in the State of Rhode Island is:

Brian G. Bardorf, Esq., Bardorf & Bardorf, 130 Bellevue Avenue, Newport,

Rhode Island 02840

3. Under the terms of these Articles of Organization and any written operating agreement made or intended to be made, the limited liability company is intended to be treated for purposes of federal income taxation as:

(Check one box only)

☒ a partnership or ☐ a corporation or ☐ disregarded as an entity separate from its member

4. The address of the principal office of the limited liability company if it is determined at the time of organization:

not yet determined

5. The period of duration of the limited liability company is perpetual unless otherwise stated in Section 6 of these Articles of Organization.

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6. Additional provisions (if any) not inconsistent with law, which the members elect to have set forth in these Articles of Organization, including, but not limited to, any limitation of the purposes or duration for which the limited liability company is formed, and any other provision which may be included in an operating agreement:
The original members of the company shall consist of Laurence S. Cutler and Judith A. G. Cutler, each of whom shall have an equal ownership interest in the business. Participation in the operation, management and administration of the business of the company and the allocation and distribution of profits, losses, net proceeds from dissolution, acquisition or sale of all or a portion of the company's assets shall be made in accordance with the provisions set forth in a written operating agreement between the members.
No member or manager of the company shall be liable for any of the debts, liabilities or obligations of the company, including judgments, decrees or orders of any court, solely by reason of being a manager or member of the company.

7. The limited liability company is to be managed by:

(Check one box only)

☒ its members or ☐ by one (1) or more managers

8. If the limited liability company has managers at the time of filing these Articles of Organization, state the name and address of each manager:

Manager	Address
Not yet determined	

9. The date these Articles of Organization are to become effective, if later than the date of filing, is:

immediately upon filing

(not more than 30 days after the filing of these Articles of Organization)

Under penalty of perjury, I declare and affirm that I have examined these Articles of Organization and that all statements contained herein are true and correct.

Dated: July 28, 19 98


Signature of Authorized Person