

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION.

(NON-BUSINESS CORPORATION.)

Know all Men by these Presents, That we Alexander G. Teitz, George J. Sarellis, Peter L. Nielsen, Jr., George F. Ward, Jr., Nathan A. Estes, Jr., Winfred C. Mason and Frank T. Carr, Jr.

all of lawful age, hereby agree to and with each other:

FIRST. To associate ourselves together with the intention of forming a corporation under and by virtue of the powers conferred by Article III of Chapter 116 of the General Laws of Rhode Island.

SECOND. Said corporation shall be known by the name of

St. Paul's Masonic Foundation of Newport.

THIRD. Said corporation is constituted for the purpose of acquiring real estate by purchase, gift, or otherwise, and to own, improve, develop, mortgage and lease real estate, and to build and maintain a building or buildings for its meetings or the meetings of bodies of the Masonic fraternity, and for the accommodation of other Masonic bodies or associations, and to provide lodge rooms, meeting places, halls and offices for St. Paul's Lodge of Masons and other Masonic bodies in and about the City of Newport, and to do all other acts necessary or incidental to carry out the foregoing purposes. The entire net income from all real and personal property owned or held for or by St. Paul's Masonic Foundation of Newport shall be exclusively applied or be used to build, furnish and maintain an asylum or asylums, a home or homes, a school or schools, and for the free education or relief of the members of the Masonic fraternity, or for the relief, support and care of the worthy and indigent members of the Masonic fraternity, their wives, widows and orphans.

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See § 75, Chapter 116 of the General Laws.)

To do any lawful act which is necessary or proper to accomplish the purposes of its incorporation. Without limiting or enlarging the effect of this general grant of authority, it is hereby specifically provided that every such corporation shall have power:

(a) to have perpetual succession in its corporate name unless a period for its duration is limited in its articles of association or charter;

(b) to sue and be sued in its corporate name;

(c) to have and use a common seal and alter the same at pleasure;

(d) to elect such officers and appoint such agents as its purposes require, and to fix their compensation and define their duties;

(e) to make by-laws not inconsistent with the constitution or laws of the United States or of this state, or with the corporation's charter or articles of association, determining the time and place of holding and the manner of calling and of conducting meetings of its members and directors, the manner of electing its officers and directors, the mode of voting by proxy, and the number, qualifications, powers, duties and term of office of its officers and directors, and containing any other provisions, whether of the same or of a different nature, for the management of the corporation's property and the regulation and government of its affairs;

(f) to make contracts, incur liabilities and borrow money.

Said corporation shall be entitled to take, hold, transmit and convey real and personal estate to an amount not exceeding in all \$150,000.00. But if such corporation desires to take and hold property to an amount exceeding \$150,000.00 either originally or by amendment, such privilege shall be granted only by the general assembly on petition thereto.

(Over)

FOURTH. Said corporation shall be located in Newport, Rhode Island.
(City or Town)

(Further provisions not inconsistent with law)

FIFTH

NOT TO BE PAID

SIXTH

SEVENTH

In Testimony Whereof, We have hereunto set our hands and stated our residences this

27th day of July A. D. 1956

NAME.

RESIDENCE.

Alexander G. Teitz 73 Catherine St., Newport, R. I.

George J. Sarellis 8 Yale St. Newport R. I.

Peter R. Nielsen, Jr. 55 Chapel Rd., Barrington, R. I.

George F. Ward, Jr. 34 Dudley Ave. South, Middletown, R. I.

Nathan A. Eates, Jr. Cliff Walk, Johnston, R. I.

Winfred C. Mason 93 Gibbs Ave., Newport, R. I.

Frank T. Carr, Jr. 7 Appleton Ave., Newport, R. I.

STATE OF RHODE ISLAND, }
COUNTY OF NEWPORT }

In the City of Newport
Taxes

in said county this 27th day of July A. D. 1956, then

personally appeared before me Alexander G. Teitz, George J. Sarellis,

Peter L. Nielsen, Jr., George F. Ward, Jr., Nathan A. Eates, Jr.,

Winfred C. Mason and Frank T. Carr, Jr.

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

Constance B. Boudreau
Notary Public.

Non-Business Corporation

ORIGINAL

ARTICLES OF ASSOCIATION OF

St. Paul's Masonic Foundation

of Newport

FILED IN THE OFFICE OF THE
SECRETARY OF STATE.

AUG - 3 1956 19



State of Rhode Island and Providence Plantations

OFFICE OF THE GENERAL TREASURER

Nº 23549 Providence August 3 1956

I Hereby Certify That St. Paul's Masonic Foundation of
Newport

has paid into the State Treasury a fee of

for Dollars for

in accordance with the provisions of Chapter 116, General Laws of 1938

\$ 5.00

Raymond H. Hawkesby
General Treasurer.