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## State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE  
100 NORTH MAIN STREET  
PROVIDENCE, RHODE ISLAND 02903-1335

NON-PROFIT CORPORATION

### ORIGINAL ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a corporation under Chapter 7-6-34 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Wickford Point Homeowners Association

SECOND: The period of its duration (if perpetual, so state) perpetual

THIRD: The specific purpose or purposes for which the corporation is organized are:

See attached Exhibit A

RECEIVED  
SECRETARY OF STATE  
CORPORATION DIV.  
MAR 6 1 02 PM '95

FOURTH: Provisions (if any) for the regulation of the internal affairs of the corporation, including provisions for the distribution of assets on dissolution or final liquidation, are:

(Note 1)

No director shall be personally liable to the Corporation or to its members for monetary damages for breach of the director's duty as a director; provided that this elimination of liability shall not apply (i) to any breach of the director's duty of loyalty to the Corporation or its members; (ii) to any acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) to any transaction from which the director derived an improper personal benefit.

FILED  
MAR 6 1995  
BY JAC#35-1350941

FIFTH: The address of the initial registered office of the corporation is (Provide street address - Not P.O. Box)

Seven Jackson Walkway, Providence, Rhode Island 02903 (add Zip Code),

and the name of its initial registered agent at such address is: Robert V. Gilbane

*Robert V. Gilbane*

Signature

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is three (3), and the names and addresses of the persons who are to serve as the initial directors are:

Name

Address

- |                         |   |
|-------------------------|---|
| 1) Robert V. Gilbane    | 25 Pegwin Drive, East Greenwich, Rhode Island 02818 |
| 2) Edward T. Broderick  | 19 Johnson Avenue, Narragansett, Rhode Island 02882 |
| 3) Russell C. Lindquist | 61 South Street, Northborough, Massachusetts 01532  |

SEVENTH: The name and address of each incorporator is:

Name

Address

- |                      |   |
|----------------------|---|
| 1) Robert V. Gilbane | 25 Pegwin Drive, East Greenwich, Rhode Island 02818 |
|----------------------|---|

EIGHTH: Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation): March 6, 1995

Dated March 6, 1995

*Robert V. Gilbane*

All Incorporators must sign

Incorporator(s)

NOTE: 1. If no provision for the regulation of the internal affairs of the corporation or for the distribution of assets on dissolution or final liquidation are to be set forth, insert "None." In an appropriate case provisions relating to members, their qualifications and rights (Section 7-6-15) may be inserted here.

EXHIBIT A

CORPORATE PURPOSES

- 1) To develop a community designed for safe, healthful and harmonious living.
- 2) To promote the collective and individual property and civic interests and rights of all persons, firms and corporations owning property at Wickford Point as said property is shown on that certain Final Subdivision Plan entitled, "Final Subdivision Plans of Wickford Point (the "Plan")", North Kingstown, Rhode Island, prepared by Mark W. Hutchins & Associates, Inc. dated March 17, 1994, which Plan is recorded in the Land Evidence Records of the Town of North Kingstown.
- 3) To care for the operation, maintenance, improvement and replacement of the community facilities, areas and easements devoted to common recreation, conservation, storm drainage and other community functions of the above-described Plan which now exist or which may hereafter be installed or constructed therein.
- 4) To maintain a portion of the Wickford Point Storm Water Drainage System according to the prescribed Maintenance Program as contained within those strips of land as more particularly shown on the Plan referenced hereinabove and designated as the "Drainage Easement", said easement being over, across and under together with a right-of-way on and along Lots 21, 22, 42, 43, 51, 52, 60, 105 and 112 on the Plan subject to restrictions of record as set forth in said Drainage Easement recorded in the Land Evidence Records for the Town of North Kingstown and to that Open Space Easement recorded in the Land Evidence Records for the Town of North Kingstown and to easements of record.
- 5) To maintain the access easement as contained within those strips of land as more particularly shown on the Plan referenced hereinabove and designated as the "Homeowners Association Pathway", said access easement being over, on and across Lots 1 through 24 and Lots 37 through 51 on the Plan, subject to restrictions of record set forth in said Access Easement recorded in the Land Evidence Records for the Town of North Kingstown.
- 6) To cooperate with the owners of all vacant and unimproved lots now existing or that hereafter shall exist on the Plan to keep them in good order and condition, to keep them from becoming a nuisance and a detriment to the beauty of the tract and to the value of the improved property therein, and to take any action with reference to such vacant unimproved lots as may be necessary or desirable to keep them from becoming such nuisance and detriment.
- 7) To aid and cooperate with members of this Association and all property owners on the Plan in the enforcement of such conditions, covenants and restrictions on and appurtenant to their lots as are now in existence, as well as any other conditions, covenants and restrictions as shall hereafter be approved by a majority vote of the members of the Association.
- 8) In general, but in connection with the foregoing, to do any and all things necessary to promote the general welfare of the residents and owners of any portion of Wickford Point and their property interests therein.
- 9) To exercise any and all powers that may be delegated to it from time to time by the owners of lots on the Plan.