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State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

CORPORATIONS DIVISION

100 NORTH MAIN STREET

PROVIDENCE, RI 02903

NON-PROFIT CORPORATION

ORIGINAL ARTICLES OF INCORPORATION

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:

FIRST: The name of the corporation is.....Rhode Island Mental Health Counselor's.....
Association

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

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

(a). Advance the profession of mental health counseling; (b). Promote the exchange of professional information among mental health counselors by means of a newsletter, a journal, and other scientific educational and professional materials; (c). Provide continuing education opportunities through conferences, workshops and other means that assist mental health counselors in updating and enhancing their competencies; (d). Promote standards for the training of mental health counselors; (e). Promote research studies into the effectiveness of mental health counseling interventions and related professional issues; (f). Promote positive relations with other professional organizations for effective advocacy of mental health issues; (g). Promote a program of effective public relations to enhance awareness of mental health counseling and the competencies and services of its practitioners; (h). Promote high standards for credentialing of mental health counselors by advocating for licensure in Rhode Island and for national professional certification.

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)

Property of the Association (from ByLaws Article VII)

In the event the Association should be dissolved, none of its property shall be distributed to any of the members. Instead, all of its property shall be transferred to such organization or organizations as the Board of Directors shall determine to have purposes or activities most nearly consonant with those of the Association, provided, however, that such organization or organizations shall be exempt under Section 501 (c) (3) of the Internal Revenue Code or corresponding provisions of the Internal Revenue Laws.

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By [Signature]
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FIFTH: The address of the initial registered office of the corporation is 02809 (add Zip Code),

and the name of its initial registered agent at such address is: Anita F. Redlich, President
10 Malbone Road, Newport, RI 02840

Signature

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is 6,
and the names and addresses of the persons who are to serve as the initial directors are:

Name

Address

| | |
|---------------------------|--|
| <u>Ronald M. Manini</u> | <u>970 Hope St Bristol, RI 02809</u> |
| <u>Eunett M. Amory</u> | <u>33 King Philip Rd Pawt, RI 02861</u> |
| <u>Jayne Costanza</u> | <u>259 North Rd Peace Dale RI 02883</u> |
| <u>John Casanovi</u> | <u>83 Elberta St. W Warwick, RI 02809</u> |
| <u>Harriet Gorodetsky</u> | <u>116 Bayard St, Prov, RI 02906</u> |
| <u>Sandra L. Powers</u> | <u>5 Ridgewood Rd Bellingham, RI 02806</u> |

SEVENTH: The name and address of each incorporator is:

Name

Address

| | |
|---------------------------|---|
| <u>Anita F. Redlich</u> | <u>10 Malbone Rd Newport 02840</u> |
| <u>Harriet Gorodetsky</u> | <u>116 Bayard St, Prov RI 02906</u> |
| <u>Sandra L. Powers</u> | <u>5 Ridgewood Rd Bellingham RI 02806</u> |
| <u>Ronald M. Manini</u> | <u>970 Hope St Bristol, RI 02809</u> |

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

Dated

June 22nd, 1994

Anita F. Redlich
Harriet Gorodetsky
Ronald M. Manini
Sandra L. Powers

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.