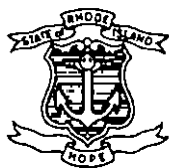


Filing Fee: \$35.00

ID Number:

127993



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

ARTICLES OF INCORPORATION
(To Be Filed In Duplicate Original)

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:

1. The name of the corporation is Jamestown Police Officers Benevolent Association
2. The period of its duration is (if perpetual, so state) perpetual
3. The specific purpose or purposes for which the corporation is organized are:
The social pursuits and endeavors of its members and to aid philanthropically
any member in physical or monetary distress, to aid and assist charitable
organizations, and to promote such projects necessary to achieve aforesaid aims.
Provided, however, that no use of the property or facilities of said corporation
shall be made in the course of carrying out the foregoing purposes which will cause
any part of the property or facilities of said corporation to inure to the benefit
of any member of said corporation or any individual. No substantial part of said
corporation's activities shall be for the carrying on of propaganda or directed
towards influencing legislation.
4. Provisions, if any, not inconsistent with the law, which the incorporators elect to set forth in these articles of incorporation for the regulation of the internal affairs of the corporation are:
See attached.

5. The address of the initial registered office of the corporation is 28 Caswell Street
(Street Address, not P.O. Box)
Narragansett, RI 02882, and the name of its initial registered agent at such
(City/Town) (Zip Code)
address is James H. Reilly
(Name of Agent)

6. The number of directors constituting the initial Board of Directors of the Corporation is four (4)
(not less than three directors)
and the names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
<u>Franklin T. Watson</u>	<u>25 Shady Cove Road, North Kingstown, RI 02852</u>
<u>John J. Dube</u>	<u>55 Hope Lane, Narragansett, RI 02882</u>
<u>Paul B. Balzer</u>	<u>108 Watson Avenue, Jamestown, RI 02835</u>
<u>Angela M. Deneault</u>	<u>202 Souza Road, Tiverton, RI 02878</u>
_____	_____
_____	_____

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>Franklin T. Watson</u>	<u>25 Shady Cove Road, North Kingstown, RI 02852</u>
<u>John J. Dube</u>	<u>55 Hope Lane, Narragansett, RI 02882</u>
<u>Paul B. Balzer</u>	<u>108 Watson Avenue, Jamestown, RI 02835</u>
<u>Angela M. Deneault</u>	<u>202 Souza Road, Tiverton, RI 02878</u>
_____	_____
_____	_____

8. Date when corporate existence is to begin Upon filing
(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Under penalty of perjury, I/we declare and affirm that I/we have examined these Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: November 10, 2002

Franklin T. Watson
John J. Dube
Paul B. Balzer
Angela M. Deneault

Signature of each Incorporator

Said corporation may amend its Articles of Association at any meeting of the members duly called for the purpose, by a two-thirds vote of the members present and voting, provided, however, that no amendment shall be effective which shall prevent said corporation from being exempt from federal income taxation under the provisions of §501(c)(3) of the Internal Revenue Code of 1954, as amended, or under similar provisions of subsequent revenue acts, or prevent said corporation from being an organization to which a contribution constitutes a "charitable contribution" as defined in §170 of said Internal Revenue Code of 1954, as amended, or under similar provisions of subsequent acts.

Disposition of assets upon the dissolution of the corporation or other termination of its existence, the assets of the corporation remaining after the payment of all of its liabilities shall be used or distributed for purposes specified in §501(c)(3) of the Internal Revenue Code of 1954 as from time to time may be amended.

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