

Filing Fee \$35.00

State of Rhode Island and Providence Plantations

NON-PROFIT CORPORATION

734 30

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 Parent Support Network of Rhode Island, Inc.

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

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

See Exhibit A attached hereto and made part hereof.

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)

See Exhibit B attached hereto and made a part hereof.

JUL 30 1993
Rec'd & Filed JUL 30 1993
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SECRETARY OF STATE
JUL 30 1993

FIFTH: The address of the initial registered office of the corporation is One Citizens Plaza, 7th Fl.
Providence, Rhode Island 02903 (add Zip Code),
and the name of its initial registered agent at such address is: Daniel J. Sullivan

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is 14,
and the names and addresses of the persons who are to serve as the initial directors are:

Name

Address

See Exhibit C attached hereto and made a part hereof
.....
.....
.....
.....
.....

SEVENTH: The name and address of each incorporator is:

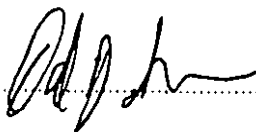
Name

Address

<u>Daniel J. Sullivan</u>	<u>c/o Peabody & Brown</u>
	<u>One Citizens Plaza</u>
	<u>Providence, Rhode Island 02903</u>

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

Dated July 28, 1993



Daniel J. Sullivan

Incorporator

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.

PARENT SUPPORT NETWORK OF RHODE ISLAND, INC.

EXHIBIT A

THIRD: Parent Support Network of Rhode Island, Inc. (the "Corporation") is a non-profit corporation organized exclusively for charitable purposes and more specifically to provide a state-wide network of support groups which provide information and support as well as education and training for families whose children and adolescent members have emotional and behavioral problems, together with training for advisory and decision making procedures to family members using parent/professional collaboration.

The Corporation is organized exclusively for religious, charitable, scientific, literary, or educational purposes, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code, as amended from time to time (the "Code") and regulations promulgated thereunder.

No substantial part of the activities of the Corporation shall be the carrying on or propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Code), or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

PARENT SUPPORT NETWORK OF RHODE ISLAND, INC.

EXHIBIT B

FOURTH: Parent Support Network of Rhode Island, Inc. (the "Corporation") is not organized for profit and no part of the net earnings of the Corporation shall inure to the benefit of any member, director or officer (except that reasonable compensation may be paid to members, directors and officers for services rendered to and for the Corporation). In the event of the liquidation of the Corporation, whether voluntary or involuntary, no member, director or officer shall be entitled to any distribution or division of the Corporation's property or the proceeds thereof and upon such liquidation, the balance of all money, assets and other property of the Corporation, after the payment of all its debts and obligations, shall be used by or distributed pursuant to a resolution of the Corporation or an order of a court of competent jurisdiction, a nonprofit Corporation exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code, or the Regulations thereunder or said assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or to the federal, state or local government, and which will use such property to accomplish the purposes for which this Corporation is constituted.

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, however, that the foregoing shall not eliminate or limit the liability of a director (i) for any breach of the director's duty of loyalty to the Corporation or to its members; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or (iii) for any transaction from which the director derived an improper personal benefit.

EXHIBIT C

<u>NAME</u>	<u>ADDRESS</u>
Nancy Anzol	4 Shore Road Westerly, RI 02891
Barbara Cabral	15 Kilbury Drive Bristol, RI 02809
Linda DiStefano	26 Harrison Avenue Warwick, RI 02888
Emily Fernandes	16 State Street Bristol, RI 02809
Paula Izeman, Phd.	347 Nayatt Road Barrington, RI 02806
Carol Jensen, Phd.	Director of Social Work Bradley Hospital 1011 Vetern Memorial Parkway East Providence, RI 02915
David Cauterbach	Kent County Memorial Health Center 50 Health Lane Warwick, RI 02886
Mary Maher	Pole No. 34 Tower Hill Road Cumberland, RI 02864
Martha McViker, Esq.	RIPAS 55 Bradford Street Providence, RI 02920
Elaine Nelson	29 Driftwood Dirve Charlestown, RI 02813
Lucille Pacheco	27 Noyes Street Bristol, RI 02809
Mary-Anne Peotrowski	34 Yarmouth Providence, RI 02902
Robert Pryhoda	Special Education RI Department of Education 22 Hays Street Providence, RI 02908
Denise Sherman	Lindsay Avenue Bristol, RI 02809

RHODE ISLAND PARENT INFORMATION NETWORK, INC.

July 30, 1993

Rhode Island Secretary of State
Corporations Division
100 North Main Street
Providence, RI 02903

Re: Parent Support Network of Rhode Island, Inc.

To whom it may concern:

This letter shall serve as consent to use the name "Parent Support Network of Rhode Island, Inc.", the proposed name of a Rhode Island non-profit corporation to be formed. This consent is given by Rhode Island Parent Information Network, Inc., a Rhode Island corporation.

RHODE ISLAND PARENT INFORMATION
NETWORK, INC.

By: Susan Letendre
Name: Susan Letendre
Title: Director

RHODE ISLAND

Providence, ss.

July 30, 1993

Then personally appeared before me Susan Letendre, the Director of Rhode Island Parent Information Network, Inc., and acknowledged the foregoing instrument to be the free act and deed of said Corporation.

Before me,

Barbara St. John
Notary Public
My Commission expires: 7-21-95

20 JUL 31 1993