

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION

(NON-BUSINESS CORPORATION)

Know all Men by these Presents, That we Robert Gilman, Kenneth M. Beaver,

H. K. Sleicher, Louis A. Guida, George L. Shehab, Renato E. Leonelli, and

Harry Vengerow

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 Chapter 7-6 of the General Laws of Rhode Island.

SECOND. Said corporation shall be known by the name of

RHODE ISLAND LIONS SIGHT FOUNDATION, INC.

THIRD. Said corporation is constituted for the purpose of

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See §§ 7-6-7, 7-6-8 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 one hundred fifty thousand dollars (\$150,000). But if such corporation desires to take and hold property to an amount exceeding one hundred fifty thousand dollars (\$150,000) 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 Providence, Rhode Island.
(City or Town)

(Further provisions not inconsistent with law)

FIFTH. In the event of the termination of the corporation,
all of the property held by the corporation shall be trans-
ferred to such educational and charitable organizations exempt
under Section 501 (c) (3) of the Internal Revenue Code of
1954, or any similar provisions of any subsequent Internal
Revenue Code or Act, as the directors in their discretion
may direct.

SIXTH

SEVENTH

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

4th day of February A. D. 1961

NAME

RESIDENCE

<u>Robert Gilman</u>	<u>Inclusion Trail Country Center R.I.</u>
<u>James M. Beaver</u>	<u>9 Elton Rd. Barrington</u>
<u>H. K. Sleicher</u>	<u>145 Crestwood Rd, Warwick, R.I.</u>
<u>Louis A. Guida</u>	<u>57 Gibson Rd. Bristol, R.I.</u>
<u>Geo. L. Shehab</u>	<u>55 Maple St Coventry, R.I.</u>
<u>Renato E. Leonelli</u>	<u>71 Sharon St Providence, R.I.</u>
<u>Harry Vengerow</u>	<u>59 Lakeview Rd, Lincoln, R.I.</u>

STATE OF RHODE ISLAND, }
COUNTY OF Providence

In the City
Town

of Providence

in said county this 4th day of February A. D. 1961, then

personally appeared before me Robert Gilman, Kenneth M. Beaver, H. K. Sleicher,

Louis A. Guida, George L. Shehab, Renato E. Leonelli, and

Harry Vengerow

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.

Anthony B. Snaverton
Notary Public

11

Non-Business Corporation

ORIGINAL

ARTICLES OF ASSOCIATION OF

RHODE ISLAND

LICHS SIGHT FOUNDATION INC.

FILED IN THE OFFICE OF THE
SECRETARY OF STATE

FEB -7 1961

19



State of Rhode Island and Providence Plantations

Nº 288C9

OFFICE OF THE GENERAL TREASURER

Providence

Feb 7 1961

I Hereby Certify That *Lichts Sight Foundation Inc.*

has paid into the State Treasury a fee of

Twenty

Dollars for

incorporation

in accordance with the provisions of 7-1-9, General Laws.

Raymond H. Pawlosky
General Treasurer.

INTERNATIONAL ASSOCIATION OF LIONS CLUBS
Cranston
Rhode Island

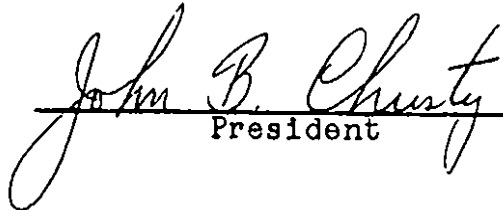
January 12, 1961

Secretary of State
State of Rhode Island
State House
Providence, Rhode Island

Dear Sir:

This is to advise you that after an affirmative vote of all of the members of the above named corporation at a meeting of such members duly held in the City of Providence on January 12, 1961, we have been authorized and directed to assent, in behalf of International Association of Lions Clubs, a Rhode Island Corporation, under the provisions of General Laws of Rhode Island, 1956, Title 7, Chapter 2, Section 5, to the organization in Rhode Island of a non-business corporation under the name of Rhode Island Lions Sight Foundation, Inc.

Very truly yours,


President


Secretary

For the purpose of receiving, applying the income and principal thereof in the provision of sight and aid to the blind in the State of Rhode Island. It shall be within the purpose of said corporation to use as a means to that end, research, publication, the establishment and maintenance of charitable, benevolent and medical research activities, agencies and institutions, and the aid of any such activities, agencies and institutions already established, and any other means, persons or agencies which, from time to time, shall seem expedient to its members or directors and which shall further the purposes above named and to solicit and receive gifts and grants of money and property, both real and personal, and invest, reinvest and otherwise administer the same for the aforesaid purposes and in addition to the foregoing to do anything necessary or proper for the accomplishment of these purposes, provided that no use of the property of the corporation shall be made in the course of carrying out any of the foregoing purposes which is not charitable or educational within the meaning of Section 501 (e)(3) of the Internal Revenue Code of 1954 or any similar provisions of any subsequent Internal Revenue Code or Act so that such use will result in the loss of any exemption from the federal income tax or in the disallowance of any deduction for the purposes of said tax otherwise allowable to the corporation, or will result in the disallowance of any deduction for the purpose of the federal income tax, the federal estate tax or the federal gift tax otherwise allowable by a donor to the corporation.

"In addition to the foregoing, said corporation shall have the following powers and authority to carry out the foregoing charitable and educational purposes, viz:

"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 one hundred fifty thousand dollars (\$150,000). But if such corporation desires to take and hold property to an amount exceeding one hundred fifty thousand dollars (\$150,000) either originally or by amendment, such privilege shall be granted only by the general assembly on petition thereto.

"(G) to acquire, own, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of, and also to buy and sell stocks, shares, bonds, debentures, notes and other securities and evidences of interest in or indebtedness of any association or corporation and, while the owner or holder thereof, to exercise all the rights, powers and privileges of ownership, including the right to vote thereon;

"(h) to purchase, lease or otherwise acquire, manufacture, construct, own, hold, sell, mortgage, lease or otherwise dispose and deal in such real and personal property as may be necessary or convenient for the purposes of the corporation;

"(i) to borrow money and otherwise incur indebtedness for any of the purposes of the corporation and to issue its bonds, debentures, notes or other evidences of indebtedness therefor, and to secure the same by mortgage, pledge, deed of trust or other lien on its property, franchises, rights and privileges of any kind and nature, or any part thereof;

"(j) to create a trust or trusts with a corporate trustee or with a corporate trustee and such number of individual trustees as shall be determined by said Board of Directors and to assign, transfer, and convey to said trust and to said trustee or trustees all or any part of the real or personal property of the corporation upon such terms and conditions as the Board of Directors shall specify, provided, however, that any declaration of trust creating any such trust shall provide that the same shall be revocable by the corporation."