

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION (NON-BUSINESS CORPORATION)

Know all Men by these Presents, That we Rodman C. Smith,
George Doret, Riche Zamor, Jean Rhau and AUGUSTIN JEUDY

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, as amended.

SECOND. Said corporation shall be known by the name of The
Haitian Association of Rhode Island, Incorporated.

THIRD. Said corporation is constituted for the purpose of providing
supportive services, counselling and referral for Haitians in Rhode
Island to ease the socialization process; and for preserving and
educating the general public about the Haitian culture. Said
corporation is organized exclusively for charitable and educational
purposes as may qualify it as exempt from Federal Income Tax under
Section 501 (c)(3) of the Internal Revenue Code of 1954 (or the
corresponding provision of any future U.S. Internal Revenue Law).

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See §§ 7-6-7, 7-6-7.1 and 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); provided, however, that the foregoing limitation shall not apply to certain corporations organized for the purposes enumerated in § 7-6-8. If any corporation subject to the foregoing limitation 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 The corporation is to have members as provided in
the By-Laws

SIXTH The Board of Directors shall be selected by the members
as provided in the By-Laws.

SEVENTH No part of the net earnings of the corporation shall inure
to the benefit of, or be distributable to its members, officers, or
other private persons, except that the corporation shall be authorized
and empowered to pay reasonable compensation for services rendered
and to make payments and distributions in furtherance of the purposes
set forth in Article Third hereof. No substantial part of the activities
of the corporation shall be the carrying on of propaganda, or otherwise
attempting to influence legislation, and the corporation shall not
participate in, or intervene in (including the publishing or distribution
of statements) any political campaign on behalf of any candidate
for public office. (con't on attached page)

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

..... day of A. D. 19.....

NAME	RESIDENCE
Rodman C. Smith	166 Verndale Ave., Providence, R.I.
George Doret	62 Mitchell St., Providence, R.I.
Riche Zamor	364 Cowden St., Central Falls, R.I.
Jean Rhau	184 Atlantic Ave., Providence, R.I.
AUGUSTIN JEUDY	779 Roger Williams Court, Providence, R.I.

STATE OF RHODE ISLAND, }
COUNTY OF }

In the City } of Providence
Town }
in said county this 21st day of August A. D. 1984, then
personally appeared before me

Jean & Rhau
Augustin Jeudy
George Doret
C. Rodman Smith

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.

Stanley Massie
Notary Public.

W 1986: 12 50A
AUG 21 1984

~~11/76~~ Non-Business Corporation

~~11/76~~

ORIGINAL

ARTICLES OF ASSOCIATION OF

THE HAITIAN ASSOCIATION
OF RHODE ISLAND

PAID 08/12/80

CASH 0.00
CASH 0.00
CASH 0.00

FILED IN THE OFFICE OF THE
SECRETARY OF STATE

Rec'd & Filed AUG 21 1984

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THE HAITIAN ASSOCIATION OF RHODE ISLAND

SEVENTH (cont'd)

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities nor permitted to be carried on (a) by a corporation exempt from Federal Income Tax under section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

EIGHTH: Upon the dissolution of the corporation, the officers shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educationable, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the officers shall determine. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.