



State of Rhode Island

Department of State - Business Services Division

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2021 NOV 22 4:09 PM
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FOR
SECRETARY OF STATE
USE ONLY

Certificate of Correction

DOMESTIC or FOREIGN Non-Profit Corporation

→ Filing Fee: \$10.00

Pursuant to the provisions of RIGL 7-6-41.1 the undersigned corporation hereby submits the following Certificate of Correction:

1. Entity ID Number: 001731697	2. The name of the corporation is: Friends of Troop One Cumberland Hill
3. The document to be corrected is: Articles Of Incorporation	4. The date the document being corrected was originally filed: 11/07/2021
5. Specify the inaccurate record of the corporate action or the defective or erroneous execution, seal or acknowledgment: 1. Inaccurate Information in section 3. of Articles of incorporation (Missing Verbage) See attachment <u>S</u> ection 5 (1) 2. Inaccurate Provision in section 4. Answered (None) See attachment <u>S</u> ection 5 (2) Check the box to indicate an attachment ☒	
6. The new corrected portion of the document states as follows: 1. See Attachment <u>S</u> ection 6 (1) 2. see Attachment Section 6 (2) Check the box to indicate an attachment ☐	
7. The corrected document MUST be attached to this certificate.	

9:36

MAIL TO:

Division of Business Services

148 W. River Street, Providence, Rhode Island 02904-2615

Phone: (401) 222-3040

Website: www.sos.ri.gov

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NOV 22 2021

BY JOB XKB66
SECRETARY OF STATE
R.I.

8. The correction was adopted in the following manner: **CHECK ONE BOX ONLY**

- ☒ The correction was adopted at a meeting of the members held on 11/17/2021, at which meeting a quorum was present, and the correction received at least a majority of the votes which members present or represented by proxy at such meeting were entitled to cast.
- ☐ The correction was adopted by a consent in writing on _____, signed by all members entitled to vote with respect thereto.
- ☐ The correction was adopted at a meeting of the Board of Directors held on _____, and received the vote of a majority of the directors in office, there being no members entitled to vote with respect thereto.

Under penalty of perjury, I declare and affirm that I have examined this Certificate of Correction, including any accompanying attachments, and that all statements contained herein are true and correct.

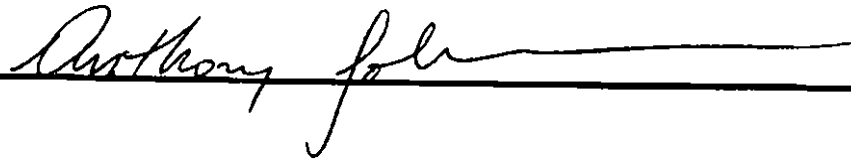
Type or Print Name of Authorized Officer of the Corporation

Anthony Johnson

Date

11/19/2021

Signature of Authorized Officer of the Corporation



Attachment section 5 (1)

Incorrect purpose or purposes for which the corporation was filed

THE SPECIFIC PROGRAMS INCLUDE, BUT ARE NOT LIMITED TO:

- PROMOTE AND NURTURE AN ONGOING RELATIONSHIP AND CAMARADERIE AMONG TROOP ONE ALUMNI, VIA SOCIAL NETWORKING AND OUTREACH-TO-ALUMNI PROGRAMS,
- ORGANIZE AND SUPPORT ALUMNI PROGRAMS WITH THE PURPOSE OF ENHANCING THE PROGRAMS AND ACTIVITIES OF TROOP ONE,
- COLLECTION OF DONATIONS AND DEPLOYMENT OF SUCH DONATIONS TOWARD PROGRAMS THAT HAVE LONG TERM BENEFITS FOR TROOP ONE,
- CONTRIBUTE TO DIRECT COST AND EXPENSES RELATED TO DISTRICT APPROVED EAGLE PROJECTS,
- ASSIST, AS NECESSARY, IN THE ANNUAL CHARTERING PROCESS OF TROOP ONE,
- PROVIDE A QUALIFIED, TAX EXEMPT 501(C) 3 ORGANIZATION TO ASSIST TROOP ONE IN AUTHORIZED CHARITABLE AND FUNDRAISING ACTIVITIES,
- PROVIDE A QUALIFIED, TAX EXEMPT ORGANIZATION TO COLLECT AND HOLD LONG TERM ASSETS DONATED TO TROOP ONE,
- CREATE AND/OR ADMINISTER SPECIFIC CHARITABLE CAMPERSHIP OR SCHOLARSHIP PROGRAMS,
- DEVELOP AND SUPPORT TROOP ONE RELATED PUBLIC CHARITY PROGRAMS: A) AUTHORIZED UNDER THE CORPORATE CHARTER AND B) WITHIN THE SCOPE OF INTERNAL REVENUE GUIDELINES RELATED TO 501(C) 3 ORGANIZATIONS.

Attachment section 5 (2) .

INCORRECT PROVISIONS NOT CONSISTANT 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 *

WORDING NONE

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Attachment section 6 (1)

New complete articles of Incorporation

THE SPECIFIC PROGRAMS INCLUDE, BUT ARE NOT LIMITED TO: • PROMOTE AND NURTURE AN ONGOING RELATIONSHIP AND CAMARADERIE AMONG TROOP ONE ALUMNI, VIA SOCIAL NETWORKING AND OUTREACH-TO-ALUMNI PROGRAMS, • ORGANIZE AND SUPPORT ALUMNI PROGRAMS WITH THE PURPOSE OF ENHANCING THE PROGRAMS AND ACTIVITIES OF TROOP ONE, • COLLECTION OF DONATIONS AND DEPLOYMENT OF SUCH DONATIONS TOWARD PROGRAMS THAT HAVE LONG TERM BENEFITS FOR TROOP ONE, • CONTRIBUTE TO DIRECT COST AND EXPENSES RELATED TO DISTRICT APPROVED EAGLE PROJECTS, • ASSIST, AS NECESSARY, IN THE ANNUAL CHARTERING PROCESS OF TROOP ONE, • PROVIDE A QUALIFIED, TAX EXEMPT 501(C) 3 ORGANIZATION TO ASSIST TROOP ONE IN AUTHORIZED CHARITABLE AND FUNDRAISING ACTIVITIES, • PROVIDE A QUALIFIED, TAX EXEMPT ORGANIZATION TO COLLECT AND HOLD LONG TERM ASSETS DONATED TO TROOP ONE, • CREATE AND/OR ADMINISTER SPECIFIC CHARITABLE CAMPERSHIP OR SCHOLARSHIP PROGRAMS, • DEVELOP AND SUPPORT TROOP ONE RELATED PUBLIC CHARITY PROGRAMS: A) AUTHORIZED UNDER THE CORPORATE CHARTER AND B) WITHIN THE SCOPE OF INTERNAL REVENUE GUIDELINES RELATED TO 501(C) 3 ORGANIZATIONS. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. (If reference to federal law in articles of incorporation imposes a limitation that is invalid in your state, you may wish to substitute the following for the last sentence of the preceding paragraph: "Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.") Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

Attachment section 6 (2)

Exhibit "A"

ALL MEMBERS, MANAGERS, OFFICERS, EMPLOYEES, INCORPORATORS, DIRECTORS AND AGENTS OF THE CORPORATION SHALL BE INDEMNIFIED TO THE FULLEST EXTENT PERMITTED UNDER APPLICABLE LAW AND AS PROVIDED IN THE BY LAWS OF THE CORPORATION.

NO INCORPORATOR OR DIRECTOR OF THE CORPORATION SHALL HAVE ANY LIABILITY TO THE CORPORATION OR ITS INCORPORATION /DIRECTORS FOR MONETARY DAMAGES FOR BREACH OF ANY DUTY PROVIDED IN SECTION 7-16-7 OF THE GENERAL LAWS OF RHODE ISLAND, 1956, AS AMENDED. EXCEPT AS EXPRESSLY PROVIDED IN SECTION 7-16-18(B) OF SAID GENERAL LAWS OR IN ANY BY LAW OF CORPORATION



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Department of State - Business Services Division

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FOR
SECRETARY OF STATE
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Articles of Incorporation
DOMESTIC Non-Profit Corporation

→ ~~Filing Fee: \$35.00~~

The undersigned, acting as incorporator(s) of a corporation under RIGL 7-6-34, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is: Friends of Troop One Cumberland Hill		
2. The period of its duration is: CHECK ONE BOX ONLY		
☒ Perpetual (on-going)		
☐ Date certain for dissolution _____		
3. The specific purpose or purposes for which the corporation is organized are: See attachment (1)		
Check the box to indicate an attachment ☒		
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 attachment (2)		
Check the box to indicate an attachment ☒		
5. Name and address of the initial registered agent/office in Rhode Island is:		
Agent Name Anthony Johnson		
Street Address (<u>NOT</u> a P.O. Box) 25 Beamis Avenue		
City Cumberland	State RHODE ISLAND	Zip Code 02864

MAIL TO:
Division of Business Services
148 W. River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040
Website: www.sos.ri.gov

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BY

6. The number of the initial Board of Directors of the Corporation is 4 (not less than 3 directors) and the names and address of the persons who are to serve as the initial directors are:

NAME	ADDRESS
ANTHONY JOHNSON	25 BEAMIS AVENUE CUMBERLAND , RI 02864 USA
CYNTHIA HETU	34 VALLEY VIEW DRIVE CUMBERLAND , RI 02864 USA
MICHAEL PLASSE	44 HOUTMAN AVENUE CUMBERLAND , RI 02864 USA
ROBERT HART	25 GOULD STREET CUMBERLAND , RI 02864 USA

Check the box to indicate an attachment ☐

7. The name and address of each incorporator is:

NAME	ADDRESS
ANTHONY JOHNSON	25 BEAMIS AVENUE CUMBERLAND , RI 02864 USA

Check the box to indicate an attachment ☐

8. Date when these Articles of Incorporation will be effective: **CHECK ONE BOX ONLY**

☒ Date received (Upon filing)

☐ Later effective date (Date must be no more than 30 days from the date of filing) _____

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.

Type or Print Name of Incorporator	Date
ANTHONY JOHNSON	11/19/2021

Signature of Incorporator


Type or Print Name of Incorporator	Date

Signature of Incorporator

Type or Print Name of Incorporator	Date

Signature of Incorporator

Attachment (1)

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Attachment (2)

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