



State of Rhode Island  
**Department of State - Business Services Division**

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**Articles of Dissolution**  
 DOMESTIC Non-Profit Corporation

→ Filing Fee: \$10.00

Pursuant to the provisions of RIGL 7-6-54, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation.

1. Entity ID Number 27233	2. The name of the corporation is: New Life Community Church of All Faith
3. A resolution to dissolve the corporation was adopted in the following manner: <b>CHECK ONE BOX ONLY</b>	
<input type="checkbox"/> The resolution to dissolve the corporation was adopted at a meeting of members held on _____ at which meeting a quorum was present, and the resolution received at least a majority of the votes which members present or represented by proxy at such meeting were entitled to cast.	
<input checked="" type="checkbox"/> The resolution to dissolve the corporation was adopted by a consent in writing on <u>8/31/2021</u> , signed by all members entitled to vote with respect thereto.	
<input type="checkbox"/> The resolution to dissolve the corporation 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.	
4. Has the corporation adopted a plan of distribution? Yes <input checked="" type="checkbox"/> or No <input type="checkbox"/> If yes please attach the plan and check the box to indicate the attachment <input checked="" type="checkbox"/>	
5. All debts, obligations, and liabilities of the corporation have been paid and discharged, or adequate provision has been made therefore. All of the remaining property and assets of the corporation have been transferred, conveyed or distributed in accordance with the provisions of RIGL 7-6. There are no suits pending against the corporation in any court in respect of which adequate provision has not been made for the satisfaction of any judgment, order or decree, which may be entered against it.	
Under penalty of perjury, we declare and affirm that we have examined these Articles of Dissolution, including any accompanying attachments, and that all statements contained herein are true and correct.	
Type or Print the Name of President <input checked="" type="checkbox"/> or Vice President <input type="checkbox"/> Gary L. Beatty	Date 11-22-21
Signature of President or Vice President 	
Type or Print the Name of the Secretary <input checked="" type="checkbox"/> or Assistant Secretary <input type="checkbox"/> Fannie Jones	Date 12/18/21
Signature of Secretary or Assistant Secretary 	

**TWO SIGNATURES ARE REQUIRED**

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

DEC 29 2021 2:37

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If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.

**NEW LIFE COMMUNITY CHURCH OF ALL FAITH**

**ACTION BY UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS**

August **31**, 2021

The undersigned, being all of the members of the Board of Directors (the "Board") of **NEW LIFE COMMUNITY CHURCH OF ALL FAITH**, a Rhode Island non-profit corporation (the "Corporation"), pursuant to the provisions of Section 7-6-104 of the Rhode Island General Laws, as amended, do hereby adopt the following actions, as of the date set forth above, by written consent and without a meeting, and, upon execution of this Consent, do hereby adopt such actions as if adopted at a meeting duly called, noticed and held at which a quorum was present and acting throughout and waive any requirement of a meeting or notice thereof:

WHEREAS, the Board of the Corporation has determined that it is advisable and in the best interests of the Corporation to dissolve.

NOW THEREFORE, be it hereby:

**RESOLVED:** That the Corporation cease the active conduct of its business and wind up its affairs, pay and discharge all of its debts, obligations and liabilities or make adequate provision therefor; and distribute any assets remaining in accordance with Article Fifth of the Articles of Incorporation of the Corporation and as set forth in the Plan of Complete Liquidation and Dissolution (the "Plan"), attached hereto as Exhibit A; and

**RESOLVED:** That after the liabilities of the Corporation have been discharged or adequate provision has been made therefore, and all of the Corporation's property has been distributed in accordance with Article Fifth of the Articles of Incorporation and the Plan, Gary L. Beatty, as President of the Corporation and Fannie Jones, as Secretary of the Corporation (the "Authorized Officers"), be and hereby are, expressly authorized by and on behalf of the Corporation, to execute, verify, file and deliver, to the Rhode Island Secretary of State, (i) the Plan and (ii) the Articles of Dissolution, each with such changes thereto as such Authorized Officers may deem necessary or appropriate and file or cause to be prepared, executed and filed with the Division of Taxation of the State of Rhode Island and the Internal Revenue Service, any and all other such documents as may be required to effect the Corporation's dissolution; and

**RESOLVED:** That, the Authorized Officers, be and hereby are, expressly authorized by and on behalf of the Corporation, to take any and all action and to execute and deliver any and all documents, agreements, instruments or certificates and to

do or cause to be done any and all other things as may in such Authorized Officers' judgment be necessary, desirable or appropriate in order to give effect to and carry out the intent of these resolutions, the execution and delivery of any such documents, instruments or certificates and the taking of any such action to be conclusive evidence that the same has been approved by the Board; and that such Authorized Officers shall be held harmless by the Corporation for any action taken in good faith pursuant to the Plan, and any expense or liability so incurred by such Authorized Officers shall be solely that of the Corporation; and

RESOLVED: That any actions previously taken by the officers of the Corporation in connection with any of the transactions contemplated by the foregoing resolutions be, and hereby are, authorized, ratified, confirmed and approved in all respects as if such actions were taken subsequent to and in accordance with these resolutions; and

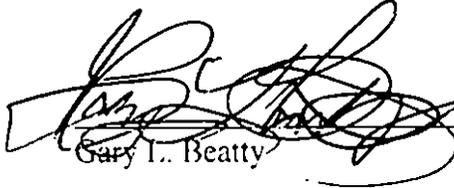
RESOLVED: That this Consent may be executed in any number of counterparts, and each counterpart hereof shall be deemed to be an original instrument, and all such counterparts together shall constitute but one Consent; and

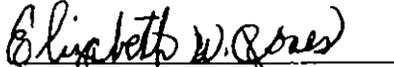
RESOLVED: That this authority shall be a continuing one in full force and effect until revoked or modified by resolutions of the Board.

This writing shall be filed with the records of the meetings of the Board of the Corporation and shall for all purposes be treated as actions taken and resolutions adopted at a meeting of the Board duly called, noticed and held.

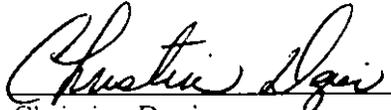
*[Signature Page Follows]*

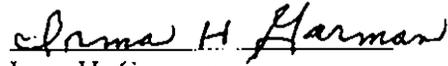
**BOARD:**

  
Gary L. Beatty

  
Elizabeth W. Jones

  
Fannie Jones

  
Christine Dozier

  
Irma H. Garmon

  
Barbara Bryant

[Signature Page of New Life Community Church of All Faith Dissolution Consent]

## **Exhibit A**

### **Plan of Complete Liquidation and Dissolution**

This Plan of Complete Liquidation and Dissolution (the "Plan") is for the purpose of effecting the complete liquidation and dissolution of new Life Community Church of All Faith (the "Corporation") pursuant to the following steps:

1. The Corporation will cease the active conduct of its business and wind up its affairs; will pay and discharge all of its debts, obligations and liabilities or make adequate provision therefor; and distribute all of its remaining assets, if any, to such organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, in accordance with Article Fifth of the Articles of Incorporation of the Corporation as determined by the Board.

2. After the liabilities of the Corporation have been discharged or adequate provision has been made therefor and all of the Corporation's property has been distributed as recited above, the appropriate officers of the Corporation will execute and file with the Rhode Island Secretary of State such documents as may be required to effect the Corporation's dissolution.

3. Any officer of the Corporation, acting singly and in such officer's sole discretion on behalf of the Corporation, is hereby authorized and directed to execute and deliver any and all documents, certificates and instruments, to give and deliver all such notices, and to do or cause to be done all such acts and things, as may be necessary or advisable to implement this Plan.

BY-LAWS  
OF  
NEW LIFE COMMUNITY CHURCH OF ALL FAITH

ARTICLE I

PURPOSE

Section 1. Purposes. New Life Community Church of All Faith (the "Corporation") is a nonprofit corporation organized exclusively for charitable, religious and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986, as it may be amended from time to time (the "Code"), and regulations promulgated thereunder, to maintain places of worship for the preaching of the gospel; providing religious, moral and social education; to own and manage real property, and to conduct such additional activities as the Board of Directors of the Corporation may determine are consistent with such purposes.

Notwithstanding any other provision of the Articles of Incorporation of the Corporation or these By-laws, the Corporation is organized exclusively for one or more of the following purposes: religious, charitable, scientific, or educational, as specified in Section 501(c)(3) of the Code, 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 Code.

No substantial part of the activities of the Corporation shall be carrying on 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.

Section 2. Powers. The Corporation shall have the power, either directly or indirectly, either alone or in conjunction and/or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster, or attain any of the Corporation's purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations as set forth in Section 501(c)(3) and the Code and the rules and regulations promulgated thereunder.

Section 3. Nonprofit Status. The Corporation is not organized for profit and no part of the net earnings of the Corporation shall inure to the benefit of any Director or officer. In the event of the liquidation of the Corporation, whether voluntary or involuntary, no 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 distributed to a nonprofit corporation exempt from federal income taxation under Section 501(c)(3) of the Code for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or corresponding section of any future federal tax code, or shall be distributed to the state government, for a public purpose, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the State of Rhode

Island, exclusively for such purposes or to such organization or organizations, as such court shall determine, which are organized and operated exclusively for such purposes.

No Director shall be personally liable to the Corporation or to the Board of Directors 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 the Board of Directors; (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.

Section 4. Members. The Corporation shall have no members. Any action provided by law to be taken by members of this Corporation shall be taken by the Directors of the Corporation.

## ARTICLE II

### OFFICES

Section 1. Principal Office. The principal office of the Corporation shall be located at 85 America Street, Providence, Rhode Island. The Corporation may have such other offices or places of business, either within or outside the State of Rhode Island, as the business of the Corporation may require and as the Board of Directors may from time to time establish.

Section 2. Registered Office. The registered office shall be maintained in the State of Rhode Island and may be changed from time to time by the Board of Directors in compliance with the provisions of applicable law.

## ARTICLE III

### BOARD OF DIRECTORS



Section 1. General Powers. The affairs of the Corporation shall be managed by its Board of Directors as authorized under the Rhode Island Nonprofit Corporation Act (the “Nonprofit Act”).

Section 2. Number and Tenure.

(i) Number: The Board of Directors of the Corporation shall be comprised of at least three (3) members or such additional number as may be determined to be reasonable and necessary by the Board of Directors.

(ii) Tenure: Each member of the Board of Directors shall serve without compensation until such time as reappointment or appointment of a successor.

Section 3. Annual Meeting. An annual meeting of the Board of Directors shall be held on or before the 31<sup>st</sup> of May in each year or at such other time as the Board of Directors shall decide for the purpose of electing officers of the Corporation and transacting such other business as may properly come before it.

Section 4. Regular Meetings. Regular meetings of the Board of Directors shall be held at such time and place as the Board of Directors may designate. The President or Secretary shall give written notice of each such meeting to each Director at least three (3) days in advance thereof. The Board of Directors may provide by resolution the time and place for the holding of additional regular meetings without notice other than such resolution. If mailed, such notice shall be deemed to be given when deposited in the United States mail, postage prepaid, addressed to the respective Directors at the addresses listed on the records of the Corporation.

Section 8. Special Meetings and Notice Thereof. Special meetings of the Board of Directors may be called by or at the request of the President or any two (2) Directors. The

President shall fix the manner and the place for holding any special meeting of the Board of Directors.

Notice of any special meeting shall be given at least twenty-four (24) hours prior thereto by written notice delivered personally or mailed to each Director at the Director's address, or by facsimile, telegram or other electronic means, setting forth the purpose for such meeting. If mailed, such notice shall be deemed to be given when deposited in the United States mail, postage prepaid, addressed to the respective Directors at the addresses listed in the records of the Corporation.

Section 9. Quorum. A majority of the Directors in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors.

Section 10. Manner of Acting. The act or decision done or made by the majority of the Directors who are present at a meeting duly held at which a quorum is present shall be the act of the Board of Directors, unless a greater number is required by law or by the Articles of Incorporation. Meetings of Directors may be held by means of a telephone or by teleconference and participation by telephone or teleconference shall constitute presence at such meeting.

Section 11. Action Without a Meeting. Any action that may be taken by the Board of Directors at a meeting may be taken without a meeting if a consent or consents in writing, setting forth the action so taken, shall be signed before or after such action by all of the Directors. Such written consent or consents shall be filed with the minutes of the proceedings of the Board of Directors.

Section 12. Presumption of Assent. A Director of the Corporation who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be



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presumed to have assented to the action taken unless the Director's dissent shall be entered in the minutes of the meeting or unless the Director shall file a written dissent to such action with the person acting as the Secretary of the meeting before the adjournment thereof or shall forward such dissent by certified mail to the Secretary of the Corporation within 48 hours after adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such action.

Section 13. Prohibition of Compensation. Directors may not be paid compensation for performance of their duties as Directors, except that Directors may be reimbursed for out-of-pocket expenses spent in performance of their duties as Directors. No Director shall be precluded from serving the Corporation in any other capacity and receiving reasonable compensation therefor.

Section 14. Conflict of Interest. No contract or transaction between the Corporation and one or more of its Directors or officers, or between the Corporation and any corporation, partnership, association, or other organization in which one or more of the Corporation's Directors or officers are Directors or officers or have a financial interest, shall be void or voidable nor shall such Director(s) or officer(s) be liable with respect to such contract or transaction solely for this reason, or solely because the Director or officer is present at or participates in the meeting of the Board of Directors or committee thereof which authorizes the contract or transaction, or solely because his or their votes are counted for such purpose, if:

(a) The material facts as to his or their interest or relationship are disclosed or are known to the Board of Directors or the committee, and the Board of Directors or committee

authorizes, approves or ratifies the contract or transaction by the affirmative votes of a majority of the disinterested Directors, even though the disinterested Directors be less than a quorum; or

(b) The contract or transaction is fair and reasonable to the Corporation.

Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorizes the contract or transaction.

#### ARTICLE IV

##### OFFICERS

Section 1. Number. The officers of the Corporation shall be a President, a Vice President, a Secretary, a Treasurer, and other officers as may be deemed necessary and appointed by the Directors.

Section 2. Election and Term of Office. The officers of the Corporation specifically designated in Section 1 of this Article IV shall be elected at the annual meeting of the Board of Directors. If the election of officers shall not be held at the annual meeting, such election shall be held as soon thereafter as is practicable. Each officer shall hold office until his or her successor shall have been duly elected and shall have qualified or until such officer's death or resignation or removal in the manner hereinafter provided.

Section 3. President. The President, subject to the direction and under the supervision of the Board of Directors, shall have general charge of the business, affairs and property of the Corporation, and control over its officers, agents and employees. The President shall preside at all meetings of the Board of Directors. The President shall do and perform all duties incident to the office of President and such other duties as may be assigned to the



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President by these by-laws or by the Board of Directors. The President shall also hold the title of Executive Director of the Corporation and shall supervise the day-to-day business and affairs of the Corporation between meetings of the Board of Directors. The President shall execute, on behalf of the Corporation, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed except in cases where the signing and execution or delegation thereof shall be expressly delegated by the Board of Directors or by these By-laws to some other officer(s) or agent of the Corporation, or shall be required by law to be otherwise signed or executed. The President shall do and perform all duties incident to the office of President and such other duties as may be assigned to the President by these By-laws or by the Board of Directors.

Section 4. Vice President. The Vice President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President and shall perform such other duties and have such other powers as the Board of Directors may from time to time prescribe.

Section 5. Secretary. The Secretary shall: (a) keep the minutes of the proceedings of the Board of Directors in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these By-laws or as required by law; (c) be custodian of the corporate records and of the seal of the Corporation and see that the seal of the Corporation is affixed to all documents the execution of which on behalf of the Corporation under its seal is duly authorized; (d) keep a record of the post office address of each Director which shall be furnished to the Secretary by such Director; and (e) in general perform all



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duties incident to the office of Secretary and such other duties as from time to time may be assigned to the Secretary by the President or by the Board of Directors.

Section 6. Treasurer. The Treasurer shall (a) be responsible for the safekeeping of all funds and assets of the Corporation; (b) oversee all recordkeeping of receipts and disbursements; (c) provide financial statements on a quarterly and annual basis to the Board of Directors; (d) file all tax and other financial reports as required by applicable law; and (e) perform such duties as may be assigned to him or her by the Board of Directors. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with such surety or sureties as the Board of Directors shall determine.

Section 7. Removal. Any officer may be removed by the Directors whenever in their judgment the best interests of the Corporation will be served thereby.

Section 8. Resignations. Any officer may resign at any time by giving written notice to the President or Secretary. The resignation shall take effect at the time specified in the notice, and, *unless otherwise specified in such notice, the acceptance of the resignation shall not be necessary to make it effective.*

Section 9. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, shall be filled by the Board of Directors in the manner prescribed in Article IV, Section 2 of these By-laws. In the case of a vacancy in any of the offices specifically designated in Article IV, Section 1, such vacancy shall be filled for the unexpired portion of the vacated term.

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## ARTICLE V

### COMMITTEES

Section 1. Committees. As the need arises, the Board of Directors, by resolution or consent may also designate and appoint committees to advise the Board of Directors. Each committee shall consist of at least three members of the Board of Directors. Committee meetings may be called by the President or by the committee chairperson. Each committee shall keep meeting minutes. The presence of at least a majority of the committee members at any meeting shall constitute a quorum. Each committee member, except as otherwise provided by these By-laws or the Board of Directors shall be entitled to one vote. A vote of at least a majority of committee members shall constitute the act of any committee, except as provided by these By-laws or by the Board of Directors. The President shall serve as an *ex officio* member of all committees, voting only in the event of the necessity to break a tie vote. The Board of Directors shall have the power at any time to change the membership of any committee, to fill vacancies in it, or to discharge it. The designation of any committee in the delegation thereto of authority shall not operate to relieve any Director of any responsibility imposed by law.

Section 2. Chairperson. The President shall designate and appoint one member of each committee to serve as chairperson of that committee.

Section 3. Executive Committee. The Board of Directors may, by resolution or consent, designate and appoint an Executive Committee. The Executive Committee shall have and may exercise the authority to act on behalf of the Board of Directors, to the extent provided under the Rhode Island Nonprofit Corporation Act. The designation of the Executive Committee and the

delegation thereto of authority shall not operate to relieve any Director of any responsibility imposed by law.

## ARTICLE VI

### CONTRACTS, LOANS, CHECKS AND DEPOSITS

Section 1. Contracts. The Board of Directors may authorize any officer or officers or agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances.

Section 2. Loans. No loans shall be contracted on behalf of the Corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority shall be confined to specific instances. No loan shall be made by the Corporation to any Director.

Section 3. Checks, Drafts or other Similar Orders. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers or agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 4. Deposits. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.



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ARTICLE VII

INDEMNIFICATION OF DIRECTORS AND OFFICERS

Section 1. Indemnification. Each person who at any time is, or shall have been a Director or officer of the Corporation, and is threatened to be or is made a party to any pending or completed action, lawsuit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he or she is, or was, a Director, officer or agent of the Corporation, or is or has served at the request of the Corporation as a Director, officer or agent of another corporation, partnership, joint venture, trust or other enterprise, shall be indemnified against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred in connection with any such action, suit or proceedings to the full extent permitted under the Nonprofit Act and to the extent that the status of the Corporation as a corporation exemption under Section 501(c)(3) of the Code is not affected thereby. The foregoing right of indemnification shall in no way be exclusive of any other rights of indemnification to which such Director or officer may be entitled, under any By-law, agreement, vote of disinterested Directors or otherwise, and shall continue as to a person who has ceased to be a Director or officer of the Corporation and shall inure to the benefit of their heirs, executors and administrators. The Board of Directors may authorize the Corporation to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against such person.

The Corporation may indemnify any employee of the Corporation who is threatened to be or is made a party to any pending or completed action, lawsuit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he or she is, or was, an employee of the Corporation. The Board of Directors, in each instance, in its sole and absolute discretion, shall determine whether or not to indemnify an employee of the Corporation, either partially or in full, in connection with any such action, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred as a result thereof, as permitted under Section 7-6-6 of the Nonprofit Act.

## ARTICLE VIII

### GENERAL PROVISIONS

Section 1. Fiscal Year. The fiscal year of the Corporation shall begin on the first day of January and end on the last day of December.

Section 2. Parliamentary Authority. The parliamentary authority shall be Robert's Rules of Order or rules and procedures adopted by the Board of Directors to the extent they are not inconsistent with these By-laws.

Section 3. Waiver of Notice. Whenever any notice is required to be given to any person under the provisions of these By-laws or under the provisions of the Articles of Incorporation or under the provisions of applicable law, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice. The attendance of a person at a meeting shall constitute a waiver of notice of such meeting, except when a person attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called

or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in any written waiver of notice of such meeting.

Section 4. Interpretation. Whenever the context of these By-laws so dictates, (i) the singular shall include the plural and the plural shall include the singular and (ii) the masculine, feminine and neuter shall be deemed to have been used interchangeably.

Section 5. Severability. If any provision of these By-laws is held to be invalid or unenforceable, all other provisions shall nevertheless be valid and remain in full force and effect.

Section 6. Books and Records. The Corporation shall keep correct and complete books and records at its principal office. Also, the Corporation shall keep at the principal office its three most recent annual IRS informational returns, along with a copy of any tax exemption application and IRS determination letter, such documents to be available for public inspection during regular business hours.

## ARTICLE IX

### AMENDMENTS

These By-laws may be altered, amended or repealed and new By-laws may be adopted by the affirmative vote of two-thirds of the Directors of the Corporation at any annual, regular or special meeting (provided that the notice of such meeting states that a proposed change in the By-laws would be included in the order of business at the meeting and that such notice includes a copy of the text of the proposed amendment(s)).



State of Rhode Island  
**Department of State | Office of the Secretary of State**  
**Nellie M. Gorbea**, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island,  
hereby certify that this document, duly executed in accordance with the provisions  
of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this  
office on this day:

December 29, 2021 02:37 PM

A handwritten signature in blue ink that reads "Nellie M. Gorbea".

Nellie M. Gorbea  
*Secretary of State*

