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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:

Slocum Cares, Inc.

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:

Check the box to indicate an attachment ☒

4. Provisions, if any, not consistent 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:

Check the box to indicate an attachment ☒

5. Name and address of the initial registered agent/office in Rhode Island is:

Agent Name EVERETT A. PETRONIO, JR., ESQ.

Street Address (NOT a P.O. Box) 931 JEFFERSON BOULEVARD, STE 2004

City **WARWICK**

State **RHODE ISLAND**

Zip Code 02886

MAIL TO:

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

FILED

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BY: ME

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

NAME	ADDRESS
PHILIP SLOCUM	333 CENTERVILLE ROAD, WARWICK, RI 02886
NICHOLAS SLOCUM	333 CENTERVILLE ROAD, WARWICK, RI 02886
CHRISTOPHER SLOCUM	333 CENTERVILLE ROAD, WARWICK, RI 02886

Check the box to indicate an attachment ☐

7. The name and address of each incorporator is:

NAME	ADDRESS
EVERETT PETRONIO JR	333 CENTERVILLE ROAD, WARWICK, RI 02886

Check the box to indicate an attachment ☐

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

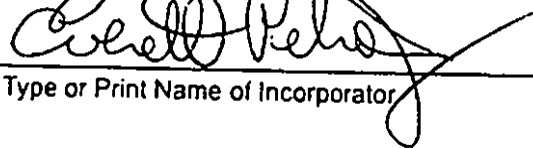
☒ Date received (Upon filing)

☐ 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 EVERETT PETRONIO JR	Date 11/5/23
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Signature of Incorporator



Type or Print Name of Incorporator	Date
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Signature of Incorporator

Type or Print Name of Incorporator	Date
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Signature of Incorporator

ATTACHMENT TO ARTICLES OF INCORPORATION

SLOCUM CARES, INC.

Article III

SAID CORPORATION IS ORGANIZED WITHOUT CAPITAL STOCK AND IS ORGANIZED AND SHALL BE OPERATED EXCLUSIVELY FOR ONE OR MORE OF THE FOLLOWING PURPOSES: RELIGIOUS, CHARITABLE, SCIENTIFIC, TESTING FOR PUBLIC SAFETY, LITERARY, OR EDUCATIONAL PURPOSES, AS SPECIFIED IN SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1986 (OR THE CORRESPONDING PROVISION OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW AND THE REGULATIONS PROMULGATED THEREUNDER (THE "CODE"). SUCH PURPOSES SHALL BE FURTHERED BY ACTIVITIES, WHICH INCLUDE, BUT ARE NOT LIMITED TO: (A) FUNDRAISING FOR CHARITABLE PURPOSES; AND (B) TRANSACTING ANY OTHER LAWFUL ACTIVITY OR BUSINESS IN WHICH CORPORATIONS MAY BE ENGAGED UNDER THE RHODE ISLAND NON-PROFIT CORPORATION ACT AS IN EFFECT FROM TIME TO TIME.

Article IV

THIS CORPORATION IS ORGANIZED AND SHALL BE OPERATED EXCLUSIVELY FOR EXEMPT PURPOSES WITHIN THE MEANING OF SECTION 501(C)(3) OF THE CODE. NO PART OF THE NET EARNINGS OF THIS CORPORATION SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO, ITS DIRECTORS, OFFICERS, OR OTHER PRIVATE PERSONS OR ANY ORGANIZATION ORGANIZED AND OPERATED FOR A PROFIT, 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 3 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 CODE, OR (B) BY A CORPORATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE CODE. IN THE EVENT THAT THE CORPORATION IS A PRIVATE FOUNDATION AS THAT

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TERM IS DEFINED IN SECTION 509 OF THE CODE, THEN
NOTWITHSTANDING ANY OTHER PROVISIONS OF THE ARTICLES OF
INCORPORATION OR THE BY-LAWS OF THE CORPORATION, THE
FOLLOWING PROVISIONS SHALL APPLY: (I) THE CORPORATION SHALL
DISTRIBUTE THE INCOME OF EACH TAXABLE YEAR AT SUCH TIME AND IN
SUCH MANNER AS NOT TO BECOME SUBJECT TO THE TAX ON
UNDISTRIBUTED INCOME IMPOSED BY SECTION 4942 OF THE CODE.
(II) THE CORPORATION SHALL NOT ENGAGE IN ANY ACT OF SELF
DEALING AS DEFINED IN SECTION 4941(D) OF THE CODE; NOR RETAIN ANY
EXCESS BUSINESS HOLDINGS AS DEFINED IN SECTION 4943(C) OF THE
CODE, NOR MAKE ANY INVESTMENTS IN SUCH MANNER AS TO INCUR
TAX LIABILITY UNDER SECTION 4944 OF THE CODE; NOR MAKE ANY
TAXABLE EXPENDITURES AS DEFINED IN SECTION 4945(D) OF THE CODE.
B. WITHOUT IN ANY WAY LIMITING THE FOREGOING, THE CORPORATION
SHALL HAVE THOSE POWERS GRANTED BY SECTION 7-6-5 OF THE
GENERAL LAWS OF RHODE ISLAND, 1956, AS AMENDED (THE "RHODE
ISLAND GENERAL LAWS").
C. THE CORPORATION SHALL NOT BE A MEMBERSHIP CORPORATION AND
SHALL HAVE NO AUTHORITY TO ISSUE CAPITAL STOCK.
THE AFFAIRS AND BUSINESS OF THE CORPORATION SHALL BE MANAGED
BY A BOARD OF DIRECTORS, EACH MEMBER OF THE BOARD OF
DIRECTORS SHALL HAVE ONE VOTE. THE DIRECTORS AND OFFICERS OF
THE CORPORATION, TERMS OF OFFICE, METHOD OF SELECTION,
RESPECTIVE DUTIES, AND ALL THINGS PERTAINING THERETO, ARE
DEFINED AND ESTABLISHED BY THE BY-LAWS OF THE CORPORATION.
D. IN THE EVENT OF ANY LIQUIDATION OR DISSOLUTION OF THE
CORPORATION, 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 BOARD OF
DIRECTORS OF THE CORPORATION, AFTER THE PAYMENT OF ALL THE
DEBTS AND OBLIGATIONS OF THE CORPORATION, SHALL DISTRIBUTE ALL
OF THE ASSETS OF THE CORPORATION IN SUCH MANNER, AND TO SUCH
ORGANIZATION(S) ORGANIZED AND OPERATED FOR THE EXEMPT
PURPOSES AS SHALL AT THE TIME QUALIFY AS AN EXEMPT
ORGANIZATION(S) UNDER SECTION 501(C)(3) OF THE CODE, OR TO THE
UNITED STATES OF AMERICA, ANY STATE THEREOF OR ANY POLITICAL
SUBDIVISION OF ANY STATE FOR EXCLUSIVELY PUBLIC PURPOSES, AS
THE BOARD OF DIRECTORS SHALL DETERMINE.
E. THE CORPORATION SHALL HAVE THE POWER TO INDEMNIFY, TO PAY
EXPENSES TO, AND TO PURCHASE AND MAINTAIN INSURANCE FOR ITS
DIRECTORS, OFFICERS, AND OTHER PERSONS TO THE FULL EXTENT
PERMITTED BY THE LAW OF THE STATE OF RHODE ISLAND, BUT ONLY TO
THE EXTENT THAT THE STATUS OF THE CORPORATION AS A
CORPORATION EXEMPT UNDER SECTION 501(C)(3) OF THE CODE SHALL

NOT BE AFFECTED THEREBY. A DIRECTOR OF THE CORPORATION SHALL NOT BE PERSONALLY LIABLE TO THE CORPORATION OR TO ITS MEMBERS FOR MONETARY DAMAGES FOR BREACH OF FIDUCIARY DUTY AS A DIRECTOR, EXCEPT FOR LIABILITY (I) FOR ANY BREACH OF THE DIRECTOR'S DUTY OF LOYALTY TO THE CORPORATION OR 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.



State of Rhode Island

Department of State | Office of the Secretary of State

Gregg M. Amore, *Secretary of State*

I, GREGG M. AMORE, 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:

January 05, 2023 04:24 PM

A handwritten signature in black ink, reading "Gregg M. Amore". The signature is written in a cursive style.

Gregg M. Amore
Secretary of State

