



**State of Rhode Island
Office of the Secretary of State**

Fee: \$35.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Non-Profit Corporation
Articles of Incorporation**

(Chapter 7-6-34 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the corporation is QueerHaven, Inc.

ARTICLE II

The period of its duration is Perpetual

ARTICLE III

The specific purpose or purposes for which the corporation is organized are:

A: EXEMPT ORGANIZATION

THE CORPORATION IS ORGANIZED EXCLUSIVELY FOR CHARITABLE, RELIGIOUS, EDUCATIONAL, AND SCIENTIFIC PURPOSES, INCLUDING, FOR SUCH PURPOSES, THE MAKING OF DISTRIBUTIONS TO ORGANIZATIONS THAT QUALIFY AS EXEMPT ORGANIZATIONS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

B: MISSION AND PURPOSE

QUEERHAVEN, INC. IS A CHARITABLE AND EDUCATIONAL NON-PROFIT CORPORATION ORGANIZED FOR THE PUBLIC BENEFIT. THINKING GLOBALLY AND ACTING LOCALLY, QUEERHAVEN STRIVES TO CONNECT ALL MEMBERS OF THE QUEER COMMUNITY, THEIR ALLIES, AND THE ORGANIZATIONS THAT SUPPORT THEM TO AFFIRMING AND INCLUSIVE SOCIAL NETWORKS AND RESOURCES.

THE PROGRAMS, EVENTS, AND INITIATIVES OF QUEERHAVEN EDUCATE THE PUBLIC; DEVELOP AND DISSEMINATE BEST PRACTICES IN DIVERSITY, EQUITY, AND INCLUSION; AND RAISE FUNDS TO PROVIDE RELIEF AND ASSISTANCE TO VULNERABLE INDIVIDUALS FACING HARDSHIP AND PERSECUTION. QUEERHAVEN VOLUNTEERS ACT AS INNOVATORS AND ENVOYS RAISING SOCIAL CONSCIOUSNESS AND FORGING COLLABORATIVE COMMUNITY PARTNERSHIPS AMONG INDIVIDUALS AND ORGANIZATIONS.

TOGETHER, WE CULTIVATE GRASS ROOTS EFFORTS TO CREATE A MORE INCLUSIVE, EQUITABLE, JUST, AND SUSTAINABLE WORLD.

ARTICLE IV

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:

A: NON-PROFIT NATURE

(1) 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 III HEREOF.

(2) 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.

(3) 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.

B: PERSONAL LIABILITY

NO OFFICER OR DIRECTOR OF THIS CORPORATION SHALL BE PERSONALLY LIABLE FOR THE DEBTS OR OBLIGATIONS OF THE CORPORATION OF ANY NATURE WHATSOEVER, NOR SHALL ANY OF THE PROPERTY OR ASSETS OF THE OFFICERS OR DIRECTORS BE SUBJECT TO THE PAYMENT OF THE DEBTS OR OBLIGATIONS OF THE CORPORATION.

C: MEMBERSHIP

THE CORPORATION SHALL HAVE NO MEMBERS. THE MANAGEMENT OF THE AFFAIRS OF THE CORPORATION SHALL BE VESTED IN A BOARD OF DIRECTORS, AS DEFINED IN THE BYLAWS OF THE CORPORATION.

D: AMENDMENTS

ANY AMENDMENT TO THE ARTICLES OF INCORPORATION MAY BE ADOPTED BY APPROVAL OF TWO-THIRDS (2/3) OF THE BOARD OF DIRECTORS OF THE CORPORATION.

E: DISSOLUTION

(1) 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.

(2) 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.

ARTICLE V

The street address (post office boxes are not acceptable) of the initial registered office of the corporation is:

No. and Street: 493 WEST AVE
APT 3
City or Town: PAWTUCKET State: RI Zip: 02860

The name of its initial registered agent at such address is NICHOLAS HELLDORFER CICCHINELLI

ARTICLE VI

The number of directors constituting the initial Board of Directors of the Corporation is 3 and the names and addresses of the persons who are to serve as the initial directors are:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
DIRECTOR	ALEXANDER THOMAS MASTROMARCHI	90 SPRUCE ST APT 2 PROVIDENCE, RI 02903 USA
DIRECTOR	NICHOLAS EDWARD HELLDORFER CICCHINELLI	493 WEST AVE APT 3 PAWTUCKET, RI 02860 USA
DIRECTOR	KEVIN MICHAEL GIBAS	493 WEST AVE APT 3 PAWTUCKET, RI 02860 USA

ARTICLE VII

The name and address of the incorporator is:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
INCORPORATOR	NICHOLAS EDWARD HELLDORFER CICCHINELLI	493 WEST AVE APT 3 PAWTUCKET, RI 02860 USA

ARTICLE VIII

Date when corporate existence is to begin 02/01/2024
(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

Signed this 25 Day of January, 2024 at 3:45:53 PM by the incorporator(s). *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-6.*

Enter signature(s) below.

NICHOLAS HELLDORFER CICCHINELLI

Form No. 200
Revised 09/07

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