

REC'D RIDOS BSD  
24 MAY 13 PM 3:38:15

**ARTICLES OF INCORPORATION FOR  
HEALTHCARE WORKFORCE EDUCATION CENTER, INC., A  
NON-PROFIT CORPORATION**

The undersigned, acting as incorporator of a corporation under RIGL 7-6-33, adopt the following Articles of Incorporation of such corporation:

**ARTICLE I:** The name of the corporation shall be Healthcare Workforce Education Center, Inc. (the "Corporation").

**ARTICLE II:** The period of its duration is perpetual.

**ARTICLE III:** The address of the principal office and mailing address of the Corporation shall be 405 Promenade Street, Suite C, Providence, RI 02908.

**ARTICLE IV:** The purpose for which the Corporation is organized is for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or corresponding section of any future federal tax code.

The specific purpose(s) for which the Corporation is organized is to create awareness and provide support to members of the public that are interested in starting, or furthering, a career in healthcare, through educational and technical training, career mentorship, professional development, and lifelong learning.

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 Fourth 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 which are not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the 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 Code, or the corresponding section of any future federal tax code.

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

**FILED**

**MAY 13 2024**

**BY G. J. N. H.**

**A.A. 3:38pm**

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.

To the fullest extent permitted by law, a director of the Corporation shall not be personally liable to the Corporation for monetary damages for any breach of fiduciary duty as a director. No amendment to, modification of, or repeal of this Article IV shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to such amendment.

**ARTICLE V:** The name and address of the initial registered agent in Rhode Island is:

CORPORATION SERVICE COMPANY  
222 JEFFERSON BOULEVARD SUITE 200  
WARWICK, RI 02888 USA

**ARTICLE VI:** The number of initial directors of the initial Board of Directors of the Corporation is three (3) and the names and address of the persons who are to serve as the initial directors are:

Name	Address
George Nee	194 Smith Street, Providence, RI 02908
Patrick Crowley	194 Smith Street, Providence, RI 02908
Marie Teresa Paiva-Weed	19 Mumford Ave, Newport, RI 02840

**ARTICLE VII:** The name and address of each incorporator is:

Name	Address
Marie Teresa Paiva-Weed	19 Mumford Avenue, Newport RI 02840

**ARTICLE VIII:** Date when these Articles of Incorporation will be effective: Date received upon filing.

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

**Incorporator**

Marie Teresa Paiva-Weed

Marie Teresa Paiva-Weed

Signature of Incorporator

*Hereunto Duly Authorized*

May 2, 2024

Date