



**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 Friends of Rhody LAX

**ARTICLE II**

The period of its duration is  Perpetual

**ARTICLE III**

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

THE FRIENDS OF RHODY LAX SEEKS TO PROVIDE LONG TERM SUPPORT,  
CONTINUED  
GROWTH AND SUCCESS OF THE UNIVERSITY OF RHODE ISLAND'S MEN'S  
LACROSSE  
PROGRAM.

FRIENDS OF RHODY LAX IS A COLLECTIVE EFFORT TO IMPROVE THE STUDENT  
ATHLETE  
EXPERIENCE OF THE UNIVERSITY OF RHODE ISLAND MEN'S LACROSSE PROGRAM  
AND  
SPREAD BRAND AWARENESS.

FRIENDS OF RHODY LAX WILL SUPPORT THE UNIVERSITY OF RHODE ISLAND'S  
MEN'S  
LACROSSE PROGRAM BY PROVIDING THE NECESSARY RESOURCES REQUIRED TO  
MAINTAIN  
A SAFE AND SUCCESSFUL MEN'S LACROSSE PROGRAM.

**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:

MEETINGS

SECTION 1. ANNUAL MEETINGS OF MEMBERS.

THE MEMBERS OF THE CORPORATION SHALL MEET ONCE EACH YEAR IN DECEMBER, OR AT SUCH OTHER HOUR OR PLACE AS MAY FROM TIME TO TIME BE DESIGNATED BY THE BOARD OF DIRECTORS, FOR THE PURPOSE OF ELECTING OFFICERS AND DIRECTORS OF THE BOARD OF DIRECTORS AND TRANSACTING SUCH OTHER BUSINESS AS MAY PROPERLY BE BROUGHT BEFORE SUCH MEETING.

AT THE ANNUAL MEETING ANY BUSINESS MAY BE TRANSACTED WHETHER OR NOT THE NOTICE OF SUCH MEETING SHALL HAVE CONTAINED A REFERENCE THERETO, EXCEPT WHERE SUCH A REFERENCE IS REQUIRED BY LAW, OR ARTICLES OF ORGANIZATION, OR THESE BY-LAWS. IF THE ANNUAL MEETING IS NOT HELD AS HEREIN PROVIDED, A SPECIAL MEETING OF THE MEMBERS IN LIEU OF THE ANNUAL MEETING DATE MAY BE HELD WITH ALL THE FORCE AND EFFECT OF AN ANNUAL MEETING.

SECTION 2. SPECIAL MEETINGS.

SPECIAL MEETINGS OF THE MEMBERS MAY BE CALLED BY THE PRESIDENT, BOARD OF DIRECTORS , OR UPON WRITTEN APPLICATION OF TEN OR MORE MEMBERS. AT ANY SPECIAL MEETING, ONLY BUSINESS TO WHICH A REFERENCE SHALL HAVE BEEN CONTAINED IN THE NOTICE OF SUCH MEETING MAY BE TRANSACTED.

MEETINGS.

A.) REGULAR MEETINGS SHALL BE ANNOUNCED AT THE PREVIOUS REGULAR MEETING, WITH RESPECT TO TIME , PLACE AND DATE, AND FOLLOWED BY NO FURTHER NOTICE OF REGULAR MEETINGS.

B.) SPECIAL MEETINGS SHALL BE HELD BY GIVING ONE WEEK'S WRITTEN, TELEPHONE, ELECTRONIC (INCLUDING POSTING ON THE WEBSITE).

IN ALL CASES, NOTICE, WHEN REQUIRED, SHALL BE GIVEN WHETHER BY THE PRESIDENT , OR SECRETARY OR THEIR AUTHORIZED REPRESENTATIVE. WRITTEN NOTICE, WHEN REQUIRED, SHALL BE ONLY TO THOSE MEMBERS WHO HAVE

FURNISHED TO THE SECRETARY OF THE CORPORATION HIS /HER CURRENT POST OFFICE ADDRESS AND TELEPHONE, UNLESS UNLISTED.

#### QUORUM

EXCEPT AS OTHERWISE PROVIDED BY THE ARTICLES OF ORGANIZATION, A MAJORITY OF MEMBERS PRESENT AND ENTITLED TO VOTE SHALL BE NECESSARY TO AND SHALL CONSTITUTE A QUORUM FOR THE TRANSACTION OF BUSINESS AT ALL MEETING OF MEMBERS. IF, HOWEVER, SUCH QUORUM SHALL NOT BE PRESENT OR REPRESENTED AT ANY MEETING OF THE MEMBERS, THE MEMBERS ENTITLED TO VOTE THEREATE, PRESENT, SHALL HAVE THE POWER TO ADJOURN THE MEETING FROM TIME TO TIME, UNTIL A QUORUM SHALL BE PRESENT OR REPRESENTED. AT SUCH ADJOURNED MEETING AT WHICH A QUORUM SHALL BE PRESENT OR REPRESENTED, ANY BUSINESS MAY BE TRANSACTED WHICH MIGHT HAVE BEEN TRANSACTED AT THE MEETING AS ORIGINALLY NOTICED.

#### BOARD OF DIRECTORS

##### SECTION 1. POWERS.

THE ACTIVITIES, AFFAIRS, AND PROPERTY OF THE CORPORATION SHALL BE MANAGED, DIRECTED AND CONTROLLED, AND ITS POWERS EXERCISED BY AND VESTED IN, COMPENSATION, MONETARY OR OTHERWISE BY THE BOARD OF DIRECTORS.

##### SECTION 2. COMPOSITION.

THE BOARD OF DIRECTORS SHALL CONSIST OF A PRESIDENT, TREASURER, SECRETARY (TOGETHER, THE OFFICERS), THE AFOREMENTIONED INDIVIDUALS SHALL CONSTITUTE THE BOARD OF DIRECTORS AND SHALL BE ELECTED EACH YEAR AT THE ANNUAL MEETING.

##### VACANCY.

WHENEVER A VACANCY OCCURS FOR ANY REASON, THE VACANCY MAY BE FILLED BY THE REMAINING BOARD OF DIRECTORS FOR THE REMAINDER OF THE TERM OF OFFICE OR

DIRECTORSHIP SO VACATED.

SECTION 4. TERM.

EXCEPT AS OTHERWISE PROVIDED BY LAW, BY THE ARTICLES OF ORGANIZATION OR BY THESE BY-LAWS, THE OFFICERS AND DIRECTORS OF THE CORPORATION SHALL HOLD OFFICE UNTIL THE NEXT ANNUAL MEETING OF THE MEMBERS AND UNTIL THEIR RESPECTIVE SUCCESSORS ARE CHOSEN AND QUALIFIED.

SECTION 5. RESIGNATIONS.

ANY OFFICER OR DIRECTOR MAY RESIGN BY DELIVERING HIS WRITTEN RESIGNATION TO THE CORPORATION AT ITS PRINCIPAL OFFICE OR TO THE PRESIDENT OR SECRETARY. SUCH RESIGNATION SHALL BE EFFECTIVE AT THE TIME OR UPON THE HAPPENING OF THE CONDITION, IF ANY, SPECIFIED THEREIN, OR IF NO SUCH TIME OR CONDITION IS SPECIFIED, UPON ITS RECEIPT.

SECTION 6. REMOVAL.

ANY OFFICER, OR DIRECTOR, MAY BE REMOVED FROM OFFICE WITH CAUSE BY VOTE OF TWO THIRDS (2/3) OF THE BOARD OF DIRECTORS THEN IN OFFICE, AFTER A REASONABLE NOTICE AND OPPORTUNITY TO BE HEARD BEFORE THE BOARD OF DIRECTORS.

**ARTICLE V**

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

No. and Street: 42 DUDLEY AVE  
City or Town: WARWICK State: RI Zip: 02889

The name of its initial registered agent at such address is BETH RAMOS

**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:

<b>Title</b>	<b>Individual Name</b> First, Middle, Last, Suffix	<b>Address</b> Address, City or Town, State, Zip Code, Country
DIRECTOR	THOMAS L OCONNOR	2664 COURTLYN ROAD DIGHTON, MA 02715 USA

DIRECTOR	MARTHA E OCONNOR	2664 COURTLYN ROAD DIGHTON, MA 02715 USA
DIRECTOR	BETH RAMOS	42 DUDLEY AVE WARWICK, RI 02889 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	MARTHA E OCONNOR	2664 COURTLYN ROAD DIGHTON, MA 02715 USA

#### ARTICLE VIII

Date when corporate existence is to begin 06/28/2024  
(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

**Signed this 28 Day of June, 2024 at 3:31:29 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.**

MARTHA E. OCONNOR

Form No. 200  
Revised 09/07

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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:

June 28, 2024 03:30 PM

A handwritten signature in black ink that reads "Gregg M. Amore".

Gregg M. Amore  
*Secretary of State*

