



State of Rhode Island
Department of State - Business Services Division

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24 DEC 6 PM 12:59:43

Articles of Incorporation

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:

Vetshub

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:

At Vets hub, our mission is simple: to provide comprehensive financial counseling and education to Rhode Island veterans, spouses, and families. We believe in meeting our community members where they are, providing them with the tools and resources they need to achieve financial stability and independence.

Check the box to indicate an attachment ☐

4. 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:

Check the box to indicate an attachment ☒

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

Agent Name

Marco Capaldi

Street Address (NOT a P.O. Box)

182 9th st.

City

Providence

State

RHODE ISLAND

Zip Code

02904

MAIL TO:

Division of Business Services

148 W. River Street, Providence, Rhode Island 02904-2615

Phone: (401) 222-3040

Website: www.sos.ri.gov

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BY X9FZA

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
Marco Capaldi	182 9th st. Providence, RI 02906
Venizio Capaldi	184 9th st. Providence, RI 02906
Ernest Valliere	143 Sprague ave. Warwick, RI 02889

Check the box to indicate an attachment ☐

7. The name and address of each incorporator is:

NAME	ADDRESS
Marco Capaldi	182 9th st. Providence, RI 02906
Venizio Capaldi	184 9th st. Providence, RI 02906
Ernest Valliere	143 Sprague ave. Warwick, RI 02889

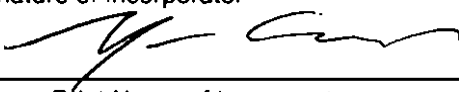
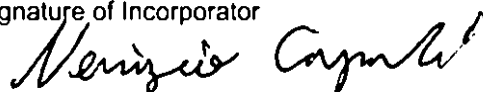
Check the box to indicate an attachment ☐

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) 01/01/2025

9. 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	Date
Marco Capaldi	12/6/2024
Signature of Incorporator 	
Type or Print Name of Incorporator	Date
Venizio Capaldi	12/6/2024
Signature of Incorporator 	
Type or Print Name of Incorporator	Date
Ernest Valliere	12/6/2024
Signature of Incorporator 	

ARTICLES OF INCORPORATION

ARTICLE I

NAME

The name of this Corporation is Vetshub
which may also be referred to herein as Vetshub.org

PURPOSE

The purpose or purposes of this corporation are as follows:

- To establish a financial content creation and delivery for use with military veterans, spouses, and their families
- To maintain such institution as a charitable provider for families of dependents of members of the Veterans of Foreign Wars of the United States or Veterans of Foreign Wars of the United States Auxiliary, or families of those who have served at home or abroad in any or all wars or conflicts of the United States.

ARTICLE III

PRINCIPAL PLACE OF BUSINESS

The address of the Corporation is 2 Charles st. ste. 3 Providence, RI 02906. The Resident Agent of the Corporation shall be the Corporation's Secretary Treasurer. All correspondence and notices shall be sent to the Corporation's Resident Agent at that address.

182 9th st. Providence, RI 02906

ARTICLE IV

FINANCE

The Org is a 501c3 charity to be financed under the following general plan:

- Educational content will be made free at first. Our goal is to share across many veteran orgs. We will certify and accredit those who deliver the content at a cost.
- Subscriptions, donations and fund-raising events or projects.

The Corporation does not intend to issue any shares of stock.

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The assets of the Corporation shall include all real property owned by the Corporation, all personal property of the Corporation, all funds of the oeg.

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. However, the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in or intervene in (including the publishing and 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:

- (1) by a corporation exempt from federal income tax under IRC 501(c)(3) or the corresponding section of any future federal tax code or
- (2) by a corporation whose contributions are deductible under IRC 170(c)(2) or the corresponding section of any future federal tax code.

ARTICLE V

MEMBERS

There shall be four classes of members:

- Life Member Educator
- State Member Unit - Auxiliary groups including at all Levels

- Associate Member
- Certified Course Educator

The requirements and qualifications for being each are set forth in the Bylaws of the Corporation.

Only Life Member Educators shall have voting rights

ARTICLE VI

OFFICERS

The Officers of the Corporation shall be:

- President who shall also be the current President of the Board of Trustees
- Secretary - Treasurer who shall also be the Secretary - Treasurer of the Board of Trustees

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ARTICLE VII

QUORUM

At any meeting of the Life Members of this Corporation, Five (5) Life Member Educators shall constitute a quorum for the transaction of any and all business at such a meeting. A vote of a majority of the Life Members voting whether in person or electronically shall be sufficient for the transaction of any business.

ARTICLE VIII

BOARD OF TRUSTEES

The Board of Trustees shall consist of three (3) elected Trustees

Content Commander

Chief of Certification

Outreach Paid Coordinator

The election process, terms of office, conditions and requirements of the members of the Board of Trustees shall be set forth in the Bylaws of the Corporation.

ARTICLE IX

INDEMNIFICATION AND LIMITATION OF LIABILITY

No member of the Board of Trustees of the corporation who is a volunteer trustee, as that term is defined in the Michigan Nonprofit Corporation Act (the Act), and no volunteer officer shall be personally liable to this Corporation or its members, for money damages for any action taken or any failure to take action as a trustee or volunteer officer, except liability for any of the following:

1. the amount of a financial benefit received by a director or volunteer officer to which they are not entitled
2. intentional infliction of harm on the corporation or its members
3. a violation of Section 551 of the Act
4. an intentional criminal act

5. a liability imposed under Section 497(a) of the Act

The Corporation assumes all liability to any person, other than the Corporation or its members, for all acts or omissions of a volunteer Trustee or a volunteer officer incurred in the good-faith performance of the volunteer Trustee's or volunteer officer's duties. However, the Corporation shall not be considered to have assumed any liability to the extent that such assumption is inconsistent with the status of the Corporation as an organization described in IRC 501(c)(3) or Page 4 of 5

the corresponding section of any future federal tax code.

If the Act is amended to authorize the further elimination or limitation of the liability of Trustees or officers of nonprofit corporations, the liability of members of the Board of Trustees or officers, in addition to that described in this Article IX, shall be assumed by the Corporation, or eliminated or limited to the fullest extent permitted by the Act as so amended. Such an elimination, limitation, or assumption of liability is not effective to the extent that it is inconsistent with the status of the corporation as an organization described in IRC 501(c)(3) or corresponding section of any future federal tax code.

No amendment or repeal of this Article IX shall apply to or have any effect on the liability or alleged liability of any member of the Board of Trustees or officer of this Corporation for or with respect to any acts or omissions occurring before the effective date of any such amendment or repeal.

ARTICLE X

AMENDMENTS

Amendments to these Articles of Incorporation may be proposed by the Board of Trustees or by ten percent (10%) of its members.

ARTICLE XI

DISSOLUTION

On dissolution of the Corporation, after paying or providing for the payment of all of the liabilities of the Corporation, the Corporation's assets shall be distributed pursuant to the terms of the Dissolution provision set forth in the Policies and Procedures of the Corporation, which provision shall be incorporated in these Articles by ref



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:

December 05, 2024 12:59 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

