



State of Rhode Island
Department of State - Business Services Division

2024 DEC 26 PM 12:16:00

Articles of Dissolution

DOMESTIC Non-Profit Corporation

→ Filing Fee: \$10.00

Pursuant to the provisions of RIGL 7-6-54, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

1. Entity ID Number: 000121147	2. The name of the corporation is NORTH PROVIDENCE BOYS & GIRLS CLUB ALUMNI ASSOC
3. A resolution to dissolve the corporation was adopted in the following manner: CHECK ONE BOX ONLY	
<input type="checkbox"/> The resolution to dissolve the corporation was adopted at a meeting of members held on _____, at which meeting a quorum was present, and the resolution received at least a majority of the votes which members present or represented by proxy at such meeting were entitled to cast.	
<input checked="" type="checkbox"/> The resolution to dissolve the corporation was adopted by a consent in writing on <u>December 10, 2024</u> , signed by all members entitled to vote with respect thereto.	
<input type="checkbox"/> The resolution to dissolve the corporation was adopted at a meeting of the board of directors held on _____, and received the vote of a majority of the directors in office, there being no members entitled to vote with respect thereto.	
4. Has the corporation adopted a plan of distribution? Yes <input checked="" type="checkbox"/> or No <input type="checkbox"/> If yes please attach the plan and check the box to indicate the attachment. <input checked="" type="checkbox"/> SEE ATTACHED CONSENT CONTAINING PLAN OF LIQUIDATION	
5. All debts, obligations, and liabilities of the corporation have been paid and discharged, or adequate provision has been made therefore. All of the remaining property and assets of the corporation have been transferred, conveyed or distributed in accordance with the provisions of RIGL 7-6. There are no suits pending against the corporation in any court in respect of which adequate provision has not been made for the satisfaction of any judgment, order or decree, which may be entered against it.	
<i>Under penalty of perjury, we declare and affirm that we have examined these Articles of Dissolution, including any accompanying attachments, and that all statements contained herein are true and correct.</i>	
* TWO SIGNATURES ARE REQUIRED *	
Type or Print the Name of President <input checked="" type="checkbox"/> or Vice President <input type="checkbox"/> FRED LACOMB	Date 12/15/24
Signature of President or Vice President 	
Type or Print the Name of the Secretary <input checked="" type="checkbox"/> or Assistant Secretary <input type="checkbox"/> KAREN LOMAX	Date 12/15/24
Signature of Secretary or Assistant Secretary 	

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

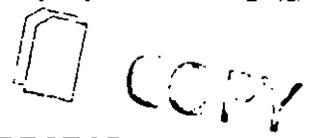
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DEC 26 2024

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If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.

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ACTION BY UNANIMOUS CONSENT OF THE MEMBERS AND DIRECTORS

OF

NORTH PROVIDENCE BOYS & GIRLS CLUB ALUMNI ASSOCIATION

North Providence, Rhode Island
December 10, 2024

The undersigned, constituting all of the Members and Directors of **NORTH PROVIDENCE BOYS & GIRLS CLUB ALUMNI ASSOCIATION**, a Rhode Island non-profit corporation (the "Corporation"), do hereby waive any notice requirement and consent in writing to the adoption of, and do hereby adopt, the following resolutions.

RESOLVED: Upon motion duly made and seconded, the Members and Directors consent to and hereby elect the following persons to the offices opposite their respective names to serve until resignation, removal, or death, or until their respective successors duly elected and qualified:

President	Fred Lacomb
Secretary	Karen Lomax
Treasurer	David Ricci

RESOLVED: That the Members and Directors hereby adopt the following plan of liquidation pursuant to the appropriate section(s) of the Internal Revenue Code, as amended, which plan shall be completed no later than December 15, 2024, provided that formal dissolution may occur as soon thereafter as reasonably possible: (i) that the Corporation proceed to collect its assets, pay, satisfy, and discharge its liabilities and obligations, and do all other acts required to liquidate its business and affairs; (ii) that as soon after liquidation as reasonably possible, the Corporation execute and file Articles of Dissolution with the Rhode Island Secretary of State; (iii) that the Corporation, no later than immediately after the filing of its Articles of Dissolution, deliver notice of the filing of its Articles of Dissolution to each of its known creditors, if any; and (iv) that the Corporation, after paying or adequately providing for the payment of all its obligations, distribute the remainder of its assets, if any, either in cash or in kind, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

RESOLVED: That, as soon as practical, the Corporation shall prepare and file Articles of Dissolution for the Corporation with the Rhode Island Secretary of State, and that Fred Lacomb, the President of the Corporation, is hereby authorized to execute such articles and any and all other documents necessary to effectuate such liquidation and dissolution.

RESOLVED: That any officer(s) of the Corporation, specifically including Fred Lacomb, as President of the Corporation, is hereby empowered, authorized and directed to proceed in accordance with the resolutions hereby adopted by the Members and Directors, such officer(s) being authorized to adopt any subsequent resolutions to

effectuate the intent of the Members and Directors described herein to liquidate and dissolve the Corporation in accordance with a plan of liquidation adopted hereunder

RESOLVED:

That all the lawful actions of the Directors and Officers of the Corporation taken within the scope of their duties in good faith on behalf of the Corporation since the last meeting of the Members and Directors which are not intentional and do not knowingly violate any local, state or federal law or regulation be, and they hereby are, confirmed and ratified.

This writing shall be filed with the records of the minutes of the meetings of the Members and Directors of NORTH PROVIDENCE BOYS & GIRLS CLUB ALUMNI ASSOCIATION and shall for all lawful purposes be treated as a vote taken at a meeting of the Members and Directors of the Corporation.

IN WITNESS WHEREOF, the Members and Directors have executed these Actions by Unanimous Consent as of December 10, 2024.

MEMBERS/DIRECTORS:

Connie M. McClurg
Witness

Connie M. McClurg
Witness

Connie M. McClurg
Witness

Connie M. McClurg
Witness

Frederick E. Schulz
Witness

Frederick E. Schulz
Witness

Frederick E. Schulz
Fred Lacombe, Member/President

David Ricci
David Ricci, Member/Treasurer

Karen A. Lomax
Karen Lomax, Member/Secretary

Joseph Simeone
Joseph Simeone, Member/Director

James Fitzgerald
James Fitzgerald, Member/Director

Connie M. McClurg
Connie M. McClurg, Member/Director



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 26, 2024 12:16 PM

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

Gregg M. Amore
Secretary of State

