



State of Rhode Island
Department of State - Business Services Division

2025 FEB 14 PM 12:10

Articles of Association

DOMESTIC Consumers' Cooperative Association

→ Filing Fee: \$50.00

The undersigned acting as incorporator(s) desire to become incorporated under the provisions of RIGL 7-8, and adopt the following Articles of Association for such association:

1. The name of the consumers' cooperative association is:

Milkshake Cooperative Co.

2. The purpose(s) for which the association is organized:

See Attachment A

Check the box to indicate an attachment ☐

3. The term for which the cooperative exists is: **[CHECK ONE BOX ONLY]**

☐ Perpetual (on-going)

☐ Date certain for end of existence _____

4. The address of its principal office is:

166 Valley St Bldg 6M Suite 103 Providence, RI 02909

5. The aggregate number of shares which the association shall have the authority to issue is:

☒ With Shares

☐ Without Shares

<i>Total Authorized Shares (Number of Shares)</i>	<i>Class of Stock</i>	<i>Par Value Per Share</i>
10000	Common No Par	0
_____	_____	_____
_____	_____	_____

The restrictions, if any, imposed upon the transfer of stock:

See Attachment B

Check the box to indicate an attachment ☐

MAIL TO:

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

FILED

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BY ZNMFm
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Attachment A

This corporation is organized to engage in lawful business activities as a housing cooperative, including but not limited to providing property management services to its members, with a focus on tenant ownership, in accordance with Chapter 7-8 (Consumers' Cooperatives) of the Rhode Island General Laws.

This corporation intends to serve as:

1. A Consumers' Housing Cooperative under Chapter 7-8, providing services to consumer-members and ensuring equitable access and representation.
2. A Tenant Union and Advocacy Group, providing services to union-members and ensuring equitable access and representation.

Attachment B

Membership

Membership shall be open to eligible individuals and entities as defined in the corporation's bylaws. Membership shall consist of two blocs:

1. Residential Members: Individuals residing within the housing cooperative.
2. Commercial Members: Individuals or entities conducting business within the housing cooperative.

Each member shall hold one membership share, and voting rights shall be based on the principle of one-member-one-vote.

Capital Stock

The cooperative shall not issue traditional equity shares. Membership shares are non-transferable and may only be redeemed by the cooperative as stipulated in the bylaws.

The cooperative may raise capital through:

- Membership dues
- Retained earnings
- Non-voting loans or grants

Board of Directors

The corporation's business and affairs shall initially be managed by a single Board Member. During this time, cooperative members shall vote directly on business decisions brought to the table by the Board Member.

Once the cooperative reaches at least 30 total members, a vote shall be held to elect a four-member Board of Directors.

The Board of Directors shall consist of:

1. Two directors elected from and by the residential members.
2. Two directors elected from and by the commercial members.

The number, qualifications, and terms of directors shall be further defined in the bylaws.

Additional Provisions

The cooperative may include additional provisions in its bylaws regarding:

- Membership qualifications and termination.
- Redemption and transfer of membership shares.

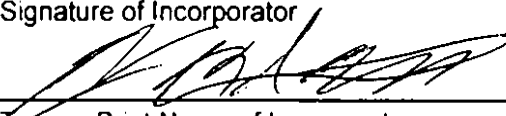
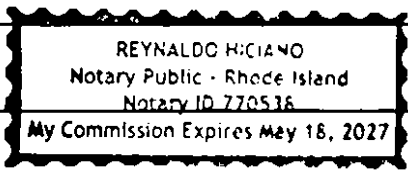
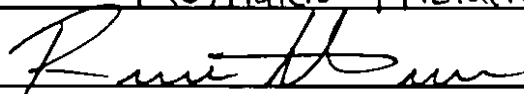
- Allocation of surplus earnings.
- Conflict resolution processes.

Amendments

Amendments to these Articles of Incorporation shall require approval by a supermajority of the membership, as defined in the bylaws, and must comply with applicable Rhode Island laws governing cooperatives.

6. The minimum number or value of shares which must be owned in order to qualify for membership is: 1		
7. If organized without shares, state whether the property rights of members shall be equal, and if unequal, the rule by which their rights shall be determined: 		
8. The maximum amount or percentage of capital which may be owned or controlled by any member is: \$0		
9. The method by which any surplus, upon dissolution of the association, shall be distributed is: Equally to all current members at the time of dissolution.		
10. Provisions, if any, dealing with the preemptive right of shareholders pursuant to RIGL <u>7-1.2-613</u> : <i>(optional)</i> 		
11. Provisions, if any, for the regulation of the internal affairs of the association: <i>(optional)</i> 		
12. The name and address of the initial registered agent/office in Rhode Island is:		
Agent Name <div style="text-align: center;">Evan Andrews</div>		
Street Address (<u>NOT</u> a P.O. Box) <div style="text-align: center;">60 Valley St Apt 14</div>		
City/Town <div style="text-align: center;">Providence</div>	State <div style="text-align: center;">RHODE ISLAND</div>	Zip Code <div style="text-align: center;">02909</div>

13. The number of the initial Board of Directors is <u>1</u> and the names and address of the persons who are to serve as the initial directors are:		
Name Evan Andrews	Address 60 Valley Apt 14	
City/Town Providence	State RI	Zip Code 02909
Name	Address	
City/Town	State	Zip Code
Name	Address	
City/Town	State	Zip Code
Name	Address	
City/Town	State	Zip Code
Name	Address	
City/Town	State	Zip Code
14. The name and address of each incorporator is:		
Name Evan Andrews	Address 60 Valley St Apt 14	
City/Town Providence	State RI	Zip Code 02909
Name	Address	
City/Town	State	Zip Code
Name	Address	
City/Town	State	Zip Code
Name	Address	
City/Town	State	Zip Code

15. Signatures	
Type or Print Name of Incorporator Evan Andrews	Date 02/10/25
Signature of Incorporator 	
Type or Print Name of Incorporator	Date
Signature of Incorporator	
Type or Print Name of Incorporator	Date
Signature of Incorporator	
Notary	
State: Rhode Island	County: Providence
On this <u>10</u> day of <u>February</u> , 20 <u>25</u> , before me personally appeared <u>Evan M B Andrews</u> (name of applicant/incorporator) being personally known to me or proved through satisfactory evidence of identification to be the person who signed the preceding or attached document in my presence.	
Type or Print Name of Notary Public Reynaldo Hiciano	
Signature of Notary Public 	
Commission ID # 770538	Commission Expiration Date May 18 2027

Notary	
State:	County:
On this _____ day of _____, 20 _____, before me personally appeared _____ (name of applicant/incorporator) being personally known to me or proved through satisfactory evidence of identification to be the person who signed the preceding or attached document in my presence.	
Type or Print Name of Notary Public	
Signature of Notary Public	
Commission ID #	Commission Expiration Date

Notary	
State:	County:
On this _____ day of _____, 20____, before me personally appeared _____ _____(name of applicant/incorporator) being personally known to me or proved through satisfactory evidence of identification to be the person who signed the preceding or attached document in my presence.	
Type or Print Name of Notary Public	
Signature of Notary Public	
Commission ID #	Commission Expiration Date

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.



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:

February 14, 2025 12:10 PM

A handwritten signature in black ink, reading "Gregg M. Amore". The signature is fluid and cursive, with the first letters of the first and last names being capitalized and prominent.

Gregg M. Amore
Secretary of State

