



State of Rhode Island
Department of State - Business Services Division

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STATE
SECRETARY OF STATE
USE ONLY

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:

Rhode Island Technology and AI Innovation Center

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:

To provide experiential learning opportunities for college and university students on the use of technology, including artificial intelligence (AI), to solve business challenges and create new economic opportunities through technological innovation.

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:

Please see Exhibit A attached hereto and incorporated herein by reference.

Check the box to indicate an attachment ☐

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

Agent Name Gregory Tumolo

Street Address (NOT a P.O. Box) One Financial Plaza, Suite 2205

City Providence

State RHODE ISLAND

Zip Code 02903

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

STAMP

MAR 19 2025

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EXHIBIT A TO ARTICLES OF INCORPORATION FOR
RHODE ISLAND TECHNOLOGY AND AI INNOVATION CENTER

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:
 - a. It is intended that the Corporation shall be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). Notwithstanding any other provision of these Articles of Incorporation or the bylaws of the Corporation, the Corporation shall not carry on any activities not permitted to be carried on by a Corporation exempt from federal income tax under Section 501(c)(3) of the Code.
 - b. No part of the net income or earnings of the Corporation shall inure to the benefit of, or be distributable to, the Corporation's members, directors, 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 3 hereof.
 - c. To the fullest extent authorized under Section 7-6-6 of the Rhode Island General Laws, as amended, or any successor statute, the Corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a member of the Board of Directors or an officer of the Corporation from and against any and all claims and liabilities to which such person shall become subject by reason of their having been or hereafter being a member of the Board of Directors or an officer of the Corporation, or by reason of any action alleged to have been taken or omitted by them as a member of the Board of Directors or an officer of the corporation, and shall reimburse each such person for all legal and other expenses reasonably incurred by them in connection with any such claim or liability; and, if allowed by applicable law, the Corporation may advance to any such person funds to pay expenses for all legal or other expenses reasonably incurred by them in defending any such claim upon receipt of an undertaking to repay such amount, unless it is determined that such person was not entitled to indemnification hereunder; provided, however, that no such person shall be indemnified against, or reimbursed for, any expense incurred in connection with any claim or liability arising out of their gross negligence or willful misconduct or otherwise prohibited by Rhode Island law.

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
Melissa Travis	92 Sleepy Hollow Drive, Cumberland, RI 02864
Karl Wadensten	75 Stilson Road, Richmond, RI 02898
Ernie Almonte	2 Sophia Lane, Greenville, RI 02828

Check the box to indicate an attachment ☐

7. The name and address of each incorporator is:

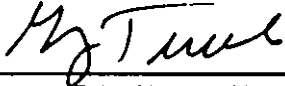
NAME	ADDRESS
Gregory Tumolo	One Financial Plaza, Suite 2205, Providence, RI 02903

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) _____

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
Gregory Tumolo	3/18/2025
Signature of Incorporator 	
Type or Print Name of Incorporator	Date
Signature of Incorporator	
Type or Print Name of Incorporator	Date
Signature of Incorporator	