



**State of Rhode Island
Office of the Secretary of State**

Fee: \$10.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Non-Profit Corporation
Articles of Amendment**

(Section 7-6-40 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the corporation is SHADY PARK

If the entity's name is changing, state the new name: Our Sunny Acres

ARTICLE II

If the corporate duration is changing, so state: ☒ Perpetual ☐

If the corporate purpose is changing, so state:

1. EDUCATE AND ADVISE MOBILE HOME OWNERS AND RESIDENTS OF OUR SUNNY ACRES ASSOCIATION.
2. SERVE AS A SOURCE OF INFORMATION AND COMMUNICATION FOR THE RESIDENTS OF SUNNY ACRES, (THE PROPERTY).
3. PROMOTE COMMUNITY INVOLVEMENT.
4. PROMOTE LOW- AND MODERATE-INCOME HOUSING.
5. QUALIFY FOR RIGHT OF FIRST REFUSAL
6. ACQUIRE THE LAND AND COMMON BUILDINGS NOW KNOWN AS SUNNY ACRES, AND TO OWN, LEASE, OPERATE, MAINTAIN AND IMPROVE THE PROPERTY AS A COOPERATIVE MANUFACTURED HOUSING COMMUNITY FOR THE BENEFIT OF THE STOCKHOLDERS OF THE CORPORATION HOLDING LEASES.
7. THE CORPORATION SHALL OPERATE ON A COOPERATIVE BASIS, AND SHALL BE EMPOWERED TO OPERATE FOR ANY AND ALL LAWFUL PURPOSES AND ACTIVITIES FOR WHICH COOPERATIVE CORPORATIONS MAY BE ORGANIZED UNDER RHODE ISLAND LAW, AND TO TRANSACT ANY AND ALL SUCH BUSINESS INCIDENTAL THERETO, PRIMARILY FOR THE BENEFIT OF ITS MEMBERS.
8. THE CORPORATION SHALL HAVE ALL CORPORATE POWERS PROVIDED BY RHODE ISLAND LAW.

If there is a change in the number of directors, modify this section:

The number of directors constituting the Board of Directors of the Corporation is 7

and the names and addresses of the persons who are to serve as the directors are:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
PRESIDENT	SHARLENE PATTON	12 4TH STREET PORTSMOUTH, RI 02871 USA
TREASURER	BILL SULLIVAN	6 FIRST STREET PORTSMOUTH, RI 02871 USA
SECRETARY	SUE MARTENS	13 NORTH DRIVE PORTSMOUTH, RI 02871 USA
VICE PRESIDENT	KIM SOO JOY SEAWELL	12 NORTH DRIVE PORTSMOUTH, RI 02871 USA
DIRECTOR	KEITH LORD	13 SECOND STREET PORTSMOUTH, RI 02871 USA
DIRECTOR	DEBBIE JANIK	14 FIRST STREET PORTSMOUTH, RI 02871 USA
DIRECTOR	PHILIP PRIMEAU	10 SECOND STREET PORTSMOUTH, RI 02871 USA

If there are any other provisions to be amended, so state:

ATTACHMENT A

ARTICLE IV

A.THE TOTAL NUMBER OF SHARES AND PAR VALUE, IF ANY, OF EACH CLASS OF STOCK WHICH THE CORPORATION IS AUTHORIZED TO ISSUE:

WITHOUT PAR VALUE

TYPE: LTD INTEREST MEMBER

NUMBER OF SHARES: 1

B. THE DISTINGUISHING DESIGNATION FOR EACH CLASS:

HOLDERS OF COMMON STOCK ARE DESIGNATED AS "MEMBERS." MEMBERS MUST BE OWNERS OF MANUFACTURED HOMES IN THE COMMUNITY WHO HAVE SIGNED A LEASE WITH THE CORPORATION AND ENTERED INTO A MEMBERSHIP AGREEMENT. COMMON STOCK SHALL HAVE NO PAR VALUE, AND SHALL HAVE SUCH VALUE AS THE BYLAWS MAY ESTABLISH FROM TIME TO TIME. EACH MEMBER SHALL BE ENTITLED TO ONE (1) VOTE PER HOME AND ONE (1) VOTE ON ANY MATTER PUT BEFORE THE MEMBERS, REGARDLESS OF THE NUMBER OF SHARES HELD. OWNERSHIP OF COMMON STOCK SHALL BE NON-TRANSFERABLE, EXCEPT BY THE CORPORATION, AND THE BOOKS AND RECORD OF THE CORPORATION SHALL CONSTITUTE THE SOLE PROOF OF OWNERSHIP. ALL OTHER POWERS AND RIGHTS OF COMMON STOCK SHAREHOLDERS SHALL BE ESTABLISHED BY THE BYLAWS AND BY THE BOARD OF DIRECTORS OF THE CORPORATION. THE BYLAWS SHALL PROVIDE A LIMIT ON THE PAYMENT OF THE

DIVIDENDS ON CAPITAL STOCK, PROVIDED THAT THE INDIVIDUAL DIVIDENDS DO NOT EXCEED MORE THAN TEN PERCENT, NON-CUMULATIVE, UPON THE CORPORATION'S STOCK PURSUANT TO RHODE ISLAND LAW.

THE PRICE OF A SHARE COMMON STOCK SHALL BE ESTABLISHED BY THE BYLAWS OR OF THE ORGANIZATION, BUT SHALL NOT EXCEED \$1000.

THE LIMITED INTEREST STOCKHOLDER'S APPROVAL SHALL BE REQUIRED TO:

- A. CHANGE ARTICLE OF INCORPORATION IN ANY MANNER WHICH WOULD COMPROMISE, LESSEN, RESTRICT OR IMPINGE UPON THE PRIVILEGES AND AUTHORITIES OF THE LIMITED INTEREST STOCKHOLDER OR THE NATURE OF THE CORPORATION AS A ZERO-EQUITY COOPERATIVE, OR
- B. SELL OR ENCUMBER THE ASSETS OF THE CORPORATION OTHER THAN IN THE ORDINARY COURSE OF BUSINESS, OR
- C. MODIFY DISSOLUTION CONSTRAINTS AND/OR ADOPT A PLAN OF DISSOLUTION OR DISTRIBUTION.

THE LIMITED INTEREST SHAREHOLDER'S SHALL HAVE NO OTHER RIGHTS EXCEPT THOSE SPECIFICALLY STATED HEREIN. THEY SHALL HAVE NO OTHER POWER WITHIN THE CORPORATION, AND SHALL HAVE NO VOTING OR VETO RIGHTS, NO RIGHTS TO PROFITS, DIVIDENDS, PROCEEDS OF ANY KIND. THE LIMITED INTEREST SHARE SHALL HAVE NO FACE VALUE.

C. THE RESTRICTIONS IMPOSED BY THE ARTICLES OF ORGANIZATION UPON THE TRANSFER OF SHARES OF STOCK OF ANY CLASS ARE:

- OWNERSHIP OF COMMON STOCK SHALL BE RESTRICTED TO THOSE HOMEOWNERS WHO HAVE BEEN APPROVED FOR MEMBERSHIP AND HAVE MET MEMBERSHIP REQUIREMENTS AS ESTABLISHED BY THE BYLAWS AND BOARD OF DIRECTORS.
- OWNERSHIP OF COMMON STOCK SHALL BE NON-TRANSFERABLE, EXCEPT BY THE CORPORATION, AND THE BOOKS AND RECORDS OF THE CORPORATION SHALL CONSTITUTE THE SOLE PROOF OF OWNERSHIP.
- ALL OTHER POWERS, PREFERENCES, RIGHTS AND RESTRICTIONS PERTAINING TO COMMON STOCK SHALL BE ESTABLISHED BY THE BYLAWS AND BY THE BOARD OF DIRECTORS OF THE CORPORATION.

THE CORPORATION SHALL NOT WITHHOLD ITS APPROVAL OF ANY PROPOSED PURCHASER OF STOCK ON THE BASIS OF THE PROPOSED PURCHASER'S RACE, CREED, COLOR, RELIGION, AGE, HANDICAP, NATIONAL ORIGIN, MARITAL STATUS, SEX, SEXUAL PREFERENCE, RECOGNIZING THAT THE COMMUNITY IS AGE RESTRICTED.

THERE ARE NO RESTRICTIONS ON TRANSFER OR ASSIGNMENT OF THE LIMITED INTEREST SHARE.

D. OTHER LAWFUL PROVISIONS FOR THE CONDUCT AND REGULATION OF THE BUSINESS AND AFFAIRS OF THE CORPORATION, FOR ITS VOLUNTARY DISSOLUTION, OR FOR LIMITING, DEFINING, OR REGULATING THE POWERS OF THE CORPORATION, OR OF ITS DIRECTORS OR STOCKHOLDERS, OR OF ANY CLASS OF STOCKHOLDERS:

1. THE CORPORATION SHALL BE ESTABLISHED AND OPERATE AS A COOPERATIVE ORGANIZATION UNDER RHODE ISLAND GENERAL LAWS CHAPTER 7-6.

2. THE CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

3. THE MEMBERS MAY MAKE, AMEND OR REPEAL THE BYLAWS OF THE CORPORATION, AS LIMITED BY LAW, UNDER PROCEDURES ESTABLISHED IN THE BYLAWS.

4. IN THE EVENT OF DISSOLUTION OF THE CORPORATION, THE ASSETS, AFTER PAYMENT OF THE CORPORATION'S DEBTS AND EXPENSES, SHALL BE DISTRIBUTED IN THE FOLLOWING MANNER:

A. THE FACE VALUE, OR THE AMOUNT EQUAL TO THE MEMBERSHIP FEE PAID MINUS ANY OUTSTANDING OBLIGATION TO THE CORPORATION, WHICHEVER IS LOWER, SHALL BE RETURNED TO THE CURRENT MEMBERS.

B. ANY SURPLUS REMAINING AFTER THE DISTRIBUTIONS IN PARAGRAPH (A) MAY BE DISTRIBUTED AS A CONTRIBUTION TO ANY NONPROFIT CORPORATION ASSOCIATION TO WHICH CONTRIBUTIONS ARE DEDUCTIBLE FROM INCOME TAX UNDER CURRENT INTERNAL REVENUE SERVICE REGULATIONS.

E. NON-DISCRIMINATION: MEMBERSHIP IN THE CORPORATION SHALL BE LIMITED TO HOUSEHOLDS, WHICH ARE RESIDENTS OF THE MANUFACTURED HOUSING PARK OWNED BY THE COOPERATIVE. MEMBERSHIP SHALL BE AVAILABLE WITHOUT DISCRIMINATION BECAUSE OF THAT PERSON'S SEXUAL ORIENTATION, AGE, SEX, RACE, CREED, COLOR, MARITAL STATUS, FAMILIAL STATUS, PHYSICAL OR MENTAL DISABILITY OR NATIONAL ORIGIN.

F. PROPERTY RIGHTS: THE PROPERTY RIGHTS OF MEMBERS SHALL BE EQUAL WITH RESPECT TO THEIR MEMBERSHIP INTEREST, ALL OTHER PROPERTY INTERESTS WILL BE DETERMINED BY OCCUPANCY OR LEASEHOLD AGREEMENTS.

G. MAXIMUM MEMBER CAPITAL: THE MAXIMUM PERCENTAGE OF CAPITAL WHICH MAY BE OWNED OR CONTROLLED BY ANY MEMBER, SHALL BE THE PERCENTAGE OF THE MEMBERSHIP FEES OWNED BY THEM IN RELATION TO THE TOTAL OF MEMBERSHIP FEES IN THE COOPERATIVE; EACH MEMBER SHALL BE LIMITED TO A SINGLE MEMBERSHIP INTEREST.

ARTICLE III

The Amendment was adopted in the following manner:

(check one box only)

X The amendment was adopted at a meeting of members held on 6/8/2025 , at which meeting a quorum was present, and the amendment received at least a majority of the votes which members present or represented by proxy at such meeting were entitled to cast.

 The amendment was adopted by a consent in writing on , signed by all members entitled to vote with respect thereto.

 The amendment 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.

ARTICLE IV

Date when amendment is to become effective 6/24/2025
(not prior to, nor more than 30 days after, the filing of these Articles of Amendment)

Signed this 24 Day of June, 2025 at 10:44:03 AM. *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.*

By SHARLENE PATTON

X President or Vice President (check one)

AND

By SUE MARTENS

X Secretary or Assistant Secretary (check one)

Form No. 201
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 24, 2025 10:39 AM

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

