



State of Rhode Island  
Department of State - Business Services Division

## Articles of Amendment

DOMESTIC Non-Profit Corporation

→ Filing Fee: \$10.00

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Pursuant to the provisions of RIGL 7-6-40, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. Entity ID Number:  000933115	2. The name of the corporation is:  RI Burn Foundation, Inc.
3. If the entity's name is changing, state the new name:  <div style="text-align: right;">Check the box to indicate no change <input checked="" type="checkbox"/></div>	
4. If the period of its duration is changing complete the following section: <b>CHECK ONE BOX ONLY</b> <input checked="" type="checkbox"/> Perpetual (on-going) <input type="checkbox"/> Date certain for dissolution _____ <div style="text-align: right;">Check the box to indicate no change <input type="checkbox"/></div>	
5. If the entity's purpose is changing complete the following section: <i>*The new purpose should include ALL activity to be transacted in the State of Rhode Island</i>  To provide services to burn survivors / families during their recovery, to support the specialized burn treatment facilities in Rhode Island and to operate exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the internal Revenue Code of 1986, as amended, or the corresponding provision of any future federal tax code, and notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3).  <div style="display: flex; justify-content: space-between;"> <span>Check the box to indicate an attachment <input checked="" type="checkbox"/></span> <span>Check the box to indicate no change <input type="checkbox"/></span> </div>	
6. If the number of directors is increasing or decreasing (not less than 3 directors), state the number of directors in this section: <span style="float: right;">8</span> <i>*List ALL directors as of this amendment</i>	
NAME	ADDRESS
David Harrington - President	41 Marion St., East Greenwich, RI 02818
Lynne Benavides - Secretary	15 Frances Barber Dr., Hope Valley, RI 02832
Betsey Ferreira - Board Member	13 Greenview St., Cumberland, RI 02864
<div style="display: flex; justify-content: space-between;"> <span>Check the box to indicate an attachment <input checked="" type="checkbox"/></span> <span>Check the box to indicate no change <input type="checkbox"/></span> </div>	

### MAIL TO:

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

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Section 5. Continued

RI Burn Foundation, Inc.

Corporate ID No. 000933115

2. To do any and all things necessary, suitable or proper for the attainment of any and all of the foregoing purposes, and subject to the limitations contained herein, to engage in any lawful activity for which a non-profit corporation may be organized under Chapter 7-6 of the General Laws of Rhode Island, as amended, or the corresponding provisions of any future statute enacted in substitution therefore.

Section 6. Continued  
RI Burn Foundation, Inc.  
Corporate ID No. 000933115

Cassandra O'Rourke – Board Member  
4 Curtis Lane  
Franklin, MA 02038

Vincent Quintero – Board Member  
1 Hamilton Rd.  
Somerset, MA 02725

Gina Russo – Board Member  
78 Wilbur Ave.  
Cranston RI 02920

Peter Gemma – Board Member  
15 Wildflower Rd.  
Barrington, RI 02806

Jordan Collyer - Board Member  
112 Fairhaven Rd.  
Mattapoisett, MA 02739

7. If adding or amending additional provisions, complete the following section:

Please see attachment.

Check the box to indicate an attachment ☒

Check the box to indicate no change ☐

8. The amendment was adopted in the following manner: **CHECK ONE BOX ONLY**

- ☐ The amendment was adopted at a meeting of the members held on \_\_\_\_\_, 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 8/21/2025, 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.

9. Date when these Articles of Amendment 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) \_\_\_\_\_

10 Under penalty of perjury, I declare and affirm that I have examined these Articles of Amendment, including any accompanying attachments, and that all statements contained herein are true and correct.

Type or Print the Name of the Non-Profit Corporation

RI Burn Foundation, Inc.

Type or Print Name of the President ☒ OR Vice President ☐

David Harrington, MD

Date

8/21/2025

Signature of President OR Vice President



Type or Print Name of the Secretary ☒ OR Assistant Secretary ☐

Lynne Benavides

Date

8/21/2025

Signature of the Secretary OR Assistant Secretary



**TWO SIGNATURES ARE REQUIRED**

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](mailto:corporations@sos.ri.gov).

Section 7. Continued

RI Burn Foundation, Inc.

Corporate ID No. 000933115

The following amendment to the Articles of Incorporation was adopted by the corporation:

Article IX

Provisions, if any, not inconsistent with the law, which the incorporator elects to set forth in these articles of incorporation for the regulation of the internal affairs of the corporation (a/k/a foundation) are:

(A) the corporation shall have no shareholders or members.

(B) no part of the net income of the corporation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay for services actually rendered and to make payments and distributions in furtherance of the purposes and objects set forth in article ii hereof.

(C) the affairs of the corporation shall be carried on through its board of directors. The manner of election or appointment of the directors shall be as set forth in the bylaws.

(D) a director of the corporation will not be personally liable to the corporation for monetary damages for breach of the director's duty as a director except for (i) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law, or (ii) for any transaction from which the director received improper personal benefit. The private property of the incorporators, directors and officers, shall not be subject to the payment of corporate debts to any extent whatever. In furtherance and not in limitation of the powers conferred by statute, the corporation is expressly authorized to carry on its business and to hold annual or special meetings of its board of directors in any of the states, territories or possessions of the united states, or the District of Columbia.

(E) notwithstanding any other provision of these articles, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws ("Code").

(F) the corporation will distribute its income for each taxable year at such time and in such manner as not to subject the corporation to tax under Section 4942 of the Code, or corresponding provisions of any subsequent federal tax laws.

(G) the corporation will not engage in any act of self-dealing (as defined in Section 4941(d) of the Code), or corresponding provisions of any subsequent federal tax laws.

(H) the corporation will not retain any excess business holdings (as defined in Section 4943(c) of the Code), or corresponding provisions of any subsequent federal tax laws.

(I) the corporation will not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Code, or corresponding provisions of any subsequent federal tax laws.

(J) the corporation will not make any taxable expenditures (as defined in Section 4945(d) of the Code), or corresponding provisions of any subsequent federal tax laws.

(K) upon the dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to organizations which are exempt from federal income tax under Section 501(c)(3) of the Code, or corresponding provisions of any subsequent federal tax laws.

(L) the corporation reserves the right to amend, change or repeal any provision contained in these articles of incorporation or to merge or consolidate this corporation with any other nonprofit corporation in the manner now or hereafter prescribed by statute, provided, however, that any such action shall be calculated exclusively to carry out the objects and purposes for which the corporation is formed, and all rights herein conferred or granted shall be subject to this reservation.



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:

August 27, 2025 09:34 AM

A handwritten signature in black ink, reading "Gregg M. Amore". The signature is written in a cursive style.

Gregg M. Amore  
*Secretary of State*

