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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

NON-PROFIT CORPORATION

ARTICLES OF INCORPORATION

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
2011 AUG -9 AM 10:56

The undersigned, acting as incorporator(s) of a corporation under Chapter 7-6 of the General Laws of Rhode Island, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is Interactive Learning Buddies, Inc.

2. The period of its duration is (if perpetual, so state) Perpetual

3. The specific purpose or purposes for which the corporation is organized are:
See attached Article THREE

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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:

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By [Signature] 14/9910

5. The address of the initial registered office of the corporation is 36 Washington Square
(Street Address, not P.O. Box)
Newport, RI 02840, and the name of its initial registered agent at such
(City/Town) (Zip Code)
 address is Mark B. Bardorf
(Name of Agent)

6. The number of directors constituting the initial Board of Directors of the Corporation is 3
(not less than three directors)
 and the names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Thomas Rossi	71 Vanderbilt Lane, Portsmouth, RI 02871
Eileen Masticova	26 Laurel Place, West Cadwell, NJ 07006
Jean Rossi	135 River Road, Grandview on Hudson, NY 10960

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Thomas Rossi	71 Vanderbilt Lane, Portsmouth, RI 02871

8. Date when corporate existence is to begin _____
(not prior to, nor more than 30 days after, the filing of these Articles of Incorporation)

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.

Date: 7/19/11

[Handwritten Signature]

Signature of each Incorporator

Interactive Learning Buddies
Attachment to Articles of Incorporation

Article THIRD:

SECTION I: Interactive Learning Buddies is a non-profit corporation dedicated to exclusively to charitable, benevolent and educational purposes as set forth in Section 7-6-4 of the Rhode Island General Laws and in Section 501(c)(3) of the Internal Revenue Code.

SECTION II: This corporation may dissolve or be dissolved as provided in Section 7-6-50 of the General Laws of the State of Rhode Island. Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of all of its assets exclusively for the purposes of the corporation, in such manner, or to such organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision or provisions of any future United States Internal revenue Laws). Any such assets not so disposed of shall be disposed of by the Superior Court of the County of Newport, State of Rhode Island exclusively for such purpose or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for the purposes so stated.

SECTION III: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, or 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 above.

SECTION IV: No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

SECTION V: Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted by a corporation exempt from the Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code.

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State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, 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:

A handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

