

Filing Fee: \$50.00



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

NON-PROFIT CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

2014 AUG 14 AM 10:32
RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV

Pursuant to the provisions of Section 7-6-74 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign non-profit corporation hereby applies for a Certificate of Authority to conduct affairs in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is AVACON, INC.

2. It is incorporated under the laws of MASSACHUSETTS

3. The date of its incorporation is 4/26/10

4. The address of its principal office is 8 BILLINGS ROAD, REHOBOTH, MA 02769

5. The address of its proposed registered office in Rhode Island is 222 JEFFERSON BLVD, SUITE 200 (Street Address, not P.O. Box)

WARWICK, RI 02888 and the name of its proposed registered agent in Rhode Island at (City/Town) (Zip Code)

that address is InCorp Services, Inc. (Name of Agent)

6. The specific purpose or purposes which it proposes to pursue in conducting its affairs in Rhode Island are: SEE ATTACHED CERTIFIED ARTICLES OF ORGANIZATION

10:32 Am
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By 230338

ICM

7. The names and respective addresses of its directors and officers are:

	<u>Name</u>	<u>Address</u>
Director	JOYCE BETTENCOURT	8 BILLINGS RD, REHOBOTH, MA 02769
Director	CHRIS M. COLLINS	3173 GODA AVE, CINCINNATI, OH 45211
Director	KATHEY FATICA	1104 PACKER ST, KEY WEST, FL 33040
President	JOYCE BETTENCOURT	8 BILLINGS RD, REHOBOTH, MA 02769
Vice President	CHRIS M. COLLINS	3173 GODA AVE, CINCINNATI, OH 45211
Treasurer	KATHEY FATICA	1104 PACKER ST, KEY WEST, FL 33040
Secretary	CHRIS M. COLLINS	3173 GODA AVE, CINCINNATI, OH 45211

8. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Under penalty of perjury, I declare and affirm that we have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: August 11, 2014

AVACON, INC.

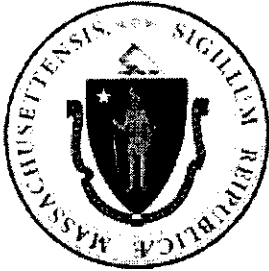
Print Exact Name of Corporation Making Application

Chris M. Collins

Signature of President or Vice President (check one)

Chris M. Collins

Signature of Secretary or Assistant Secretary (check one)



**The Commonwealth of Massachusetts
William Francis Galvin**

Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512
Telephone: (617) 727-9640

Special Instructions
N/A

**Articles of Organization
(General Laws, Chapter 180)**

Federal Identification Number: 272428600

ARTICLE I

The name of the corporation is:
AVACON, INC.

ARTICLE II

The purpose of the corporation is to engage in the following business activities:

- A. TO CONDUCT MEETINGS, CONFERENCES, LECTURES, DISCUSSIONS, FILM SHOWINGS, ART SHOWS, EXHIBITS, CONVENTIONS, PERFORMANCES, AND OTHER PRESENTATIONS RELATED TO EDUCATIONAL AND SCIENTIFIC INQUIRY OF THE METAVERSE, VIRTUAL WORLDS, AUGMENTED REALITY, MEDIATED REALITY, AND 3D IMMERSIVE AND VIRTUAL SPACES.
- B. TO PROMOTE THE ENHANCEMENT, KNOWLEDGE, AND DISSEMINATION OF SCHOLARLY AND COMMUNITY PRODUCED WORKS IN FURTHERANCE OF THE DEVELOPMENT OF THE METAVERSE, VIRTUAL WORLDS, AUGMENTED REALITY, MEDIATED REALITY, AND 3D IMMERSIVE AND VIRTUAL SPACES AND RELATED SUBJECTS IN ARTICLES, PEER REVIEWED JOURNALS, LITERATURE, ARTWORKS, FILMS, MACHINIMA, THEATER, RADIO, TELEVISION, SOUND AND VIDEO RECORDINGS, COMPUTER SOFTWARE, AND ALL OTHER MEDIA EXISTING NOW OR IN THE FUTURE.
- C. TO HOLD, SPONSOR, AND PROMOTE THE DEVELOPMENT OF ORGANIZED FAN ACTIVITIES RELATED TO THE METAVERSE, VIRTUAL WORLDS, AUGMENTED REALITY, MEDIATED REALITY, AND 3D IMMERSIVE AND VIRTUAL SPACES.
- D. TO MAKE GRANTS FOR THE FOREGOING PURPOSES TO ORGANIZATIONS AND ACTIVITIES THAT QUALIFY UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE.
- E. TO ACT EXCLUSIVELY FOR CHARITABLE, EDUCATIONAL, AND SCIENTIFIC PURPOSES, INCLUDING, FOR SUCH PURPOSES, THE MAKING OF DISTRIBUTIONS TO ORGANIZATIONS THAT QUALIFY AS EXEMPT ORGANIZATIONS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.
- F. TO CARRY ON ANY OTHER LAWFUL ACTIVITIES IN FURTHERANCE OF THE FOREGOING AND CONSISTENT WITH THE REQUIREMENTS AND CONSTRAINTS OF SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE.
- G. TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH CORPORATIONS MAY BE ORGANIZED UNDER THE LAWS OF MASSACHUSETTS.

ARTICLE III

A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualifications and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

THE DESIGNATION OF CLASSES OF MEMBERSHIP, THE MANNER OF ELECTION OR APPOINTMENT, THE DURATION OF MEMBERSHIP, AND THE QUALIFICATION AND RIGHTS, INCLUDING VOTING RIGHTS, OF THE MEMBERS OF EACH CLASS ARE TO BE SET FORTH IN THE BYLAWS.

ARTICLE IV

Other lawful provisions, if any, 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 members, or of any class of members, are as follows: *(If there are no provisions state "NONE")*

A. EXCEPT AS OTHERWISE PROVIDED IN THE BYLAWS, MEETINGS OF THE CORPORATION MAY BE HELD ANYWHERE IN THE UNITED STATES.

B. THE CORPORATION SHALL HAVE THE POWERS SPECIFIED IN SECTIONS 3.02 AND 3.03 OF CHAPTER 156D OF THE MASSACHUSETTS GENERAL LAWS.

C. THE OFFICERS AND DIRECTORS OF THE CORPORATION SHALL NOT BE PERSONALLY LIABLE TO THE CORPORATION OR TO ITS MEMBERS FOR MONETARY DAMAGES FOR BREACH OF FIDUCIARY DUTY AS AN OFFICER OR DIRECTOR NOTWITHSTANDING ANY PROVISION OF LAW IMPOSING SUCH LIABILITY; PROVIDED, HOWEVER, THAT THIS PROVISION DOES NOT ELIMINATE OR LIMIT THE LIABILITY OF AN OFFICER OR DIRECTOR

(I) FOR ANY BREACH OF THE OFFICER'S OR DIRECTOR'S DUTY OF LOYALTY TO THE CORPORATION OR ITS MEMBERS,

(II) FOR ACTS OR OMISSIONS NOT IN GOOD FAITH OR WHICH INVOLVE INTENTIONAL MISCONDUCT OR A KNOWING VIOLATION OF LAW, OR

(III) FOR ANY TRANSACTION FROM WHICH THE OFFICER OR DIRECTOR DERIVED AN IMPROPER PERSONAL BENEFIT.

D. NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES, 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 INTERNAL REVENUE CODE OR BY A CORPORATION CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170 (C)(2) OF THE INTERNAL REVENUE CODE.

E. NO PART OF THE ASSETS OR NET EARNINGS OF THE CORPORATION SHALL BE DIVIDED AMONG OR INURE TO THE BENEFIT OF ANY OFFICER, DIRECTOR, MEMBER, OR PRIVATE INDIVIDUAL, AND NO PERSON SHALL RECEIVE OR BE ENTITLED TO RECEIVE ANY PECUNIARY PROFIT OF ANY KIND THEREFROM EXCEPT AS REASONABLE COMPENSATION FOR SERVICES RENDERED, REIMBURSEMENT FOR EXPENSES INCURRED ON BEHALF OF THE CORPORATION, OR FOR THE MAKING OF DISTRIBUTIONS TO EXEMPT ORGANIZATIONS IN FURTHERANCE OF THE PURPOSES OF THE CORPORATION AS SET FORTH IN THESE ARTICLES.

F. 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 (INCLUDING THE PUBLISHING OR DISTRIBUTION OF STATEMENTS) ANY POLITICAL CAMPAIGN ON BEHALF OF ANY CANDIDATE FOR PUBLIC OFFICE. THE CORPORATION SHALL NOT, EXCEPT TO AN INSUBSTANTIAL DEGREE, ENGAGE IN ANY ACTIVITIES OR EXERCISE ANY POWERS THAT ARE NOT IN FURTHERANCE OF ITS PURPOSES.

G. UPON DISSOLUTION OF THE CORPORATION, AFTER PAYMENT OF ALL OF THE LIABILITIES OF THE CORPORATION OR DUE PROVISION THEREFOR, THE DIRECTORS OR OFFICERS HAVING THE POWERS OF DIRECTORS SHALL DISTRIBUTE ALL REMAINING ASSETS OF THE CORPORATION EXCLUSIVELY IN ACCORDANCE WITH THE EDUCATIONAL, SCIENTIFIC, AND LITERARY PURPOSES OF THE CORPORATION, IN SUCH MANNER OR TO SUCH ORGANIZATION OR ORGANIZATIONS AS QUALIFY AT THE TIME UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, AS SAID DIRECTORS OR OFFICERS SHALL DETERMINE. ANY ASSETS NOT SO DISPOSED OF SHALL BE DISPOSED OF BY THE APPROPRIATE MASSACHUSETTS COURT HAVING JURISDICTION EXCLUSIVELY FOR SUCH PURPOSES STATED ABOVE, OR TO SUCH ORGANIZATION OR ORGANIZATIONS QUALIFYING AS STATED ABOVE, OR FOR SUCH OTHER PURPOSES AS QUALIFY UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, AS SAID COURT SHALL DETERMINE.

H. ALL REFERENCES IN THESE ARTICLES TO THE INTERNAL REVENUE CODE ARE TO THE INTERNAL REVENUE CODE OF 1954 AS AMENDED AND TO THE CORRESPONDING PROVISIONS OF ANY FUTURE UNITED STATES INTERNAL REVENUE LAW.

Note: The preceding four (4) articles are considered to be permanent and may ONLY be changed by filing appropriate Articles of Amendment.

ARTICLE V

The by-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers, whose names are set out on the following page, have been duly elected.

ARTICLE VI

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing.

Later Effective Date:

ARTICLE VII

The information contained in Article VII is not a permanent part of the Articles of Organization

a. The street address (*post office boxes are not acceptable*) of the principal office of the corporation in *Massachusetts* is:

No. and Street: 8 BILLINGS ROAD

City or Town: REHOBOTH

State: MA

Zip: 02769

Country: USA

b. The name, residential address and post office address of each director and officer is as follows:

(A president, treasurer, clerk, and at least one director are required.)

Title: PRESIDENT **Expiration of Term:** 8/2011

First Name: JOYCE **Middle Name:** **Last Name:** BETTENCOURT

Residential Address: 8 BILLINGS RD

City: REHOBOTH **State:** MA **Zip:** 02769

Country: USA

Post Office Address: 8 BILLING RD

City: REHOBOTH **State:** MA **Zip:** 02769

Country: USA

Title: TREASURER **Expiration of Term:** 8/2011

First Name: PETER **Middle Name:** **Last Name:** LOKKE

Residential Address: 8628 ALTA LOMA LN NE

City: ALBUQUERQUE **State:** NM **Zip:** 87113

Country: USA

Post Office Address: 8628 ALTA LOMA LN NE

City: ALBUQUERQUE **State:** NM **Zip:** 87113

Country: USA

Title: CLERK **Expiration of Term:** 8/2011

First Name: CHRISTINA **Middle Name:** M **Last Name:** COLLINS

Residential Address: 3173 GODA AVE

City: CINCINNATI **State:** OH **Zip:** 45211

Country: USA

Post Office Address: 3173 GODA AVE

City: CINCINNATI **State:** OH **Zip:** 45211

Country: USA

Title: DIRECTOR **Expiration of Term:** 8/2011

First Name: DONNA **Middle Name:** **Last Name:** MEYER

Residential Address: 10 DUNCAN ST APT 201

City: HAVERHILL **State:** MA **Zip:** 01830

Country: USA

Post Office Address: 10 DUNCAN ST APT 201

City: HAVERHILL **State:** MA **Zip:** 01830

Country: USA

c. The fiscal year (i.e., tax year) of the corporation shall end on the last day of the month of: December

d. The name and business address of the resident agent, if any, of the corporation is:

Name: JOYCE BETTENCOURT

No. and Street: 8 BILLINGS ROAD

City or Town: REHOBOTH

State: MA

Zip: 02769

Country: USA

I/We, the below signed incorporator(s), do hereby certify under the pains and penalties of perjury that I/we have not been convicted of any crimes relating to alcohol or gaming within the past ten years. I/We do hereby further certify that to the best of my/our knowledge the above-named officers have not been similarly convicted. If so convicted, explain:

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address(es) are beneath each signature do hereby associate with the intention of forming this corporation under the provisions of General Law, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 26 Day of April, 2010

(If an existing corporation is acting as incorporator, type in the exact name of the corporation, the state of other jurisdiction where it was incorporated, the name of the person signing on behalf of said corporation and the title he/she holds or other authority by which such action is taken.)

JOYCE BETTENCOURT, PRESIDENT
8 BILLINGS RD, REHOBOTH, MA 02769

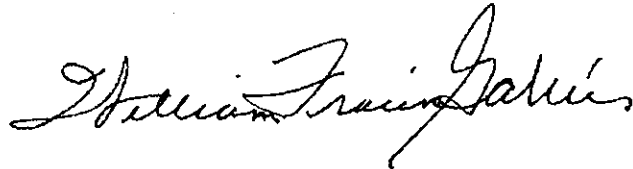
PETER LOKKE, TREASURER
8628 ALT

THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are

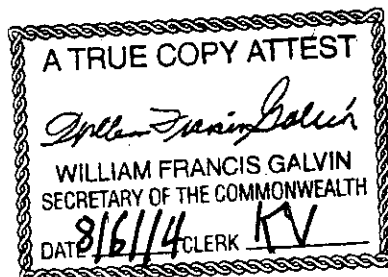
deemed to have been filed with me on:

April 26, 2010 3:22 PM



WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth





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

