

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS .

ARTICLES OF ASSOCIATION

ORIGINAL

(COOPERATIVE ASSOCIATION)

KNOW ALL MEN BY THESE PRESENTS, That we Per Michael Anderson,
David J. Salomon, Richard Ahmuty, Evangeline M. Harrison and
Rae Miriam Ahmuty,
Martha McCabe all of lawful age ~~and of sound mind and memory~~
~~do hereby agree to and with each other:~~

FIRST. To associate ourselves together with the
intention of forming a corporation under and by virtue of the
powers conferred by Chapter 8 of the General Laws of Rhode Island,
1956, as amended.

SECOND. Said corporation shall be known by the name
of Student Food Cooperative.

THIRD. Said corporation is formed for the purpose
of establishing a food cooperative. The primary responsibility
of which will be to serve the needs of the University community
of Rhode Island. It is here recognized that a large number of
persons in the University community have incomes inadequate to
meet their needs and desires; that a food cooperative would
significantly assist them by providing low cost foods to increase
their spending power; that such a cooperative would broaden the
sense of community and co-operation within the University com-
munity of Rhode Island. The corporation shall be empowered to
seek funds and other assistance from federal, state, and municipal
agencies and from private sources. Said corporation shall not
engage in any business for profit, and no part of its net earn-
ings or property shall inure to the benefit of any private in-
dividual or be used or appropriated for other than the above

purposes. No substantial part of said corporation's activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation. It is intended that the corporation shall be of the character described in Section 501 (c) (3) of the Internal Revenue Code of 1954, as from time to time amended.

In addition to the foregoing, said cooperative shall have the following powers and authority, viz: Chapter 8 of the General Laws, 1956, as amended.

(a) To have perpetual succession in its corporate name unless a period for its duration is limited in its articles of association.

(b) To sue and be sued in its corporate name.

(c) To have and use a common seal and alter the same at pleasure.

(d) To elect such officers and appoint such agents as its business requires and to fix their compensation and define their duties.

(e) To issue shares of capital stock or certificates of membership to its members, and to transfer, retire or cancel the same, as authorized by law, or by the articles of association or by-laws adopted in conformity with law.

(f) To buy, lease or hold any real or personal property necessary or convenient for the conduct and operation of the business or incidental thereto.

(g) To enter into contracts with its members for periods not over ten years requiring them to sell or market all or a specified part of their products to or through the association.

(h) To employ any lawful means or methods for financing its transactions or operations.

(i) To borrow money and to make advance payments and other advances to members.

(j) To act as agent or representative of any member or members in carrying out of the objects of the association.

(k) To receive and employ warehouse receipts or other written instruments covering products of members stored on farms or elsewhere under suitable conditions issued or executed by any warehouseman, warehousing association, or other entity, which products may or may not have been inspected by inspectors licensed or authorized to inspect, sample, classify, grade or weigh agricultural products under state or federal laws and which warehouse receipts or other written instruments may or may not be accompanied by the certificate or certificates issued by such inspectors on such products.

(l) To form or become a member or stockholder of other non-profit association of producers, and to admit to membership or to sell stock to, other non-profit associations of producers.

(m) To adopt by-laws consistent with law providing for any matter or thing relative to the control, operation, maintenance, management, regulation, government, financing, indebtedness, the establishment of voting districts and the election of delegates for representative purposes, membership, the termination thereof, stock if formed with capital stock, its issuance retirement, purchase or transfer, or with respect to members, directors or officers and any other by-laws pertaining to its affairs.

(n) To do each and everything necessary, suitable or proper for the accomplishment of any one or more of the purposes or the attainment of any one or more of the objects herein enumerated or the objects or purposes for which formed and to contract and act accordingly.

FOURTH. The principal office of said corporation shall be located in Providence, Rhode Island.

FIFTH. (If not perpetual) The period of duration of said corporation shall terminate upon two-third (2/3) vote of shareholders.

SIXTH. There will be no capital stock issued and no shares. Membership in the cooperative shall be divided into three (\$3.00) dollar, five (\$5.00) dollar, ten (\$10.00) dollar and twenty-five (\$25.00) dollar memberships. Property rights of the members shall be based on a percentage equal to the membership which they purchased. Membership is good for one (1) year, and any membership may be renewed by purchasing a two (\$2.00) dollar or greater membership.

SEVENTH. Maximum amount of percent of capital which may be owned and controlled by any member shall not exceed five hundred (\$500.00) dollars.

EIGHTH. Upon dissolution of the cooperative, any surplus shall be distributed to the members on a basis equal to the percent of the capital of the cooperative owned by each member.

NINTH. Memberships may be resold only to the cooperative. Three (\$3.00) dollar and five (\$5.00) dollar memberships shall be resold at fifty percent (50%) of the original value; ten (\$10.00) dollar and twenty-five (\$25.00) dollar memberships at seventy-five percent (75%) of the original value.

TENTH. Amendment of Articles of Association

The Articles of Association may be amended at any duly called meeting of the membership, at which a quorum is present, by a two-thirds (2/3) vote of the members present.

IN TESTIMONY WHEREOF, we have hereunto set our hands and stated our residences this...*29th*...day of, *September*...A.D. 1970.

NAME	RESIDENCE
<i>Martha McCabe</i>	<i>78 Westwood Ave. Cranston, R.I.</i>
<i>Per. M. Anderson</i>	<i>121 Tower St. Prov. R.I.</i>
<i>Evangeline M. Harrison</i>	<i>95 Brown St. Prov. R.I.</i>
<i>Rae M. Ahmuty</i>	<i>47 Pitman Street Providence, R.I.</i>
<i>David F. Salomon</i>	<i>191 Tower St. Providence, R.I.</i>
<i>Richard Ahmuty</i>	<i>47 Pitman St. Prov. R.I.</i>

STATE OF RHODE ISLAND,)

In the City of Providence

County of Providence)

in said county this ...*29th*... day of ...*September*...A.D. 1970

then personally appeared before me Per Michael Anderson, David

F. Salomon, Richard Ahmuty, Evangeline M. Harrison and Martha Rae Miriam Ahmuty,

McCabe each and all known to me and known by me to be the parties

executing the foregoing instrument, and they severally acknowledged

said instrument by them subscribed to be their free act and deed.

....*Beverly A. Kelly*....
Notary Public

146

~~SECRET~~

COOPERATIVE ASSOCIATION

ORIGINAL

ARTICLES OF ASSOCIATION

OF

Student Food Cooperative

.....
.....
.....
.....
.....
.....
.....
.....

Filed in the office of the
Secretary of State
.....19....

AC
OCT 2 1970