

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION
(NON-BUSINESS CORPORATION)

Know all Men by these Presents, That we A. Austin Ferland, C. Russell, Jennings, Ashford F. Jenkinson David R. Harrison and Roland O. Ferland

all of lawful age, 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 7-6 of the General Laws of Rhode Island, as amended.

SECOND. Said corporation shall be known by the name of Rotary Club of Pawtucket, R. I.

THIRD. Said corporation is constituted for the purpose of Providing a fraternal atmosphere for the purpose of promoting community betterment

In addition to the foregoing, said corporation shall have the following powers and authority, viz:--(See §§ 7-6-7, 7-6-8 of the General Laws.)

To do any lawful act which is necessary or proper to accomplish the purposes of its incorporation. Without limiting or enlarging the effect of this general grant of authority, it is hereby specifically provided that every such corporation shall have power:

- (a) to have perpetual succession in its corporate name unless a period for its duration is limited in its articles of association or charter;
(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 purposes require, and to fix their compensation and define their duties;
(e) to make by-laws not inconsistent with the Constitution or laws of the United States or of this state, or with the corporation's charter or articles of association, determining the time and place of holding and the manner of calling and of conducting meetings of its members and directors, the manner of electing its officers and directors, the mode of voting by proxy, and the number, qualifications, powers, duties and term of office of its officers and directors, and containing any other provisions, whether of the same or of a different nature, for the management of the corporation's property and the regulation and government of its affairs;
(f) to make contracts, incur liabilities and borrow money.

Said corporation shall be entitled to take, hold, transmit and convey real and personal estate to an amount not exceeding in all one hundred fifty thousand dollars (\$150,000); provided, however, that the foregoing limitation shall not apply to corporations organized for the purposes of fostering, encouraging and assisting the physical location, settlement or resettlement of industrial and manufacturing enterprises within the state, and to whose members no profit shall ensue. If any corporation subject to the foregoing limitation desires to take and hold property to an amount exceeding one hundred fifty thousand dollars (\$150,000) either originally or by amendment, such privilege shall be granted only by the general assembly on petition thereto

(Over)

FOURTH. Said corporation shall be located in Pawtucket, Rhode Island.  
(City or Town)

(Further provisions not inconsistent with law)

FIFTH NONE

SIXTH NONE

SEVENTH NONE

In Testimony Whereof, We have hereunto set our hands and stated our residences this

First day of May A. D. 1978

NAME	RESIDENCE
<u>A. Austin Ferland</u>	<u>44 Carriage Dr. Lincoln R.I.</u>
<u>C. Russell Jennings</u>	<u>66 Hawthorne Drive, Seekonk, Mass</u>
<u>Ashford F. Jenkins</u>	<u>5 Deerfield Dr. Barrington RI</u>
<u>David R. Harris</u>	<u>19 Pine Ave Woonsocket RI</u>
<u>Roland O. Ferland</u>	<u>2 Narragansett Ct. Pawtucket R.I.</u>

STATE OF RHODE ISLAND, }  
COUNTY OF Providence }

In the City } of Pawtucket  
Town

in said county this 1st day of May A. D. 1978, then

personally appeared before me A. Austin Ferland, C. Russell Jennings,  
Ashford F. Jenkins and David R. Harris, Roland O.  
Ferland

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.

James A. O'Keefe  
Notary Public.

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Non-Business Corporation

ORIGINAL

ARTICLES OF ASSOCIATION OF

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SECRETARY OF STATE

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