



State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

OF

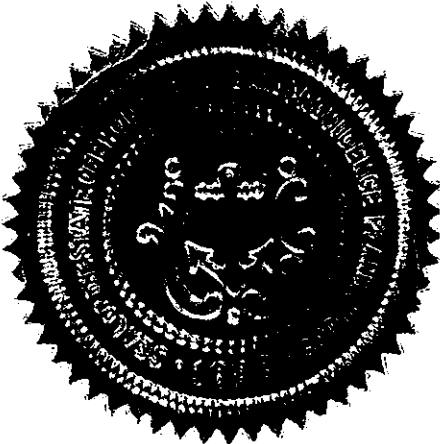
AS220

The undersigned, as Secretary of State of the State of Rhode Island, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of AS220

duly signed pursuant to the provisions of Chapter 7-6 of the General Laws, 1956, as amended, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in her by law, hereby issues this Certificate of Incorporation of AS220

and attaches hereto a duplicate original of the Articles of Incorporation.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of the State of Rhode Island this twenty-first day of

May A.D., 19 86

Susan L. Turner

Secretary of State

By [Signature] Acting Deputy Secretary of State

Rec'd. & Filed MAY 21 1986 DEPARTMENT OF STATE OFFICE OF SECRETARY OF STATE PROVIDENCE, R. I.

100 North Main St

State of Rhode Island and Providence Plantations

NON-PROFIT CORPORATION

DUPLICATE

ORIGINAL ARTICLES OF INCORPORATION

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

FIRST: The name of the corporation is AS220

SECOND: The period of its duration (if perpetual, so state) PERPETUAL

THIRD: The purpose or purposes for which the corporation is organized are:

To provide a local forum for the arts, through the maintenance of studio, gallery and performance space. Exhibition and performances in the forum will be unjuried an open to the general public. Our facilities and services are made available to all artists who need a place to exhibit or perform their original art work, but who cannot obtain space to exhibit or perform from traditional sources because of finances or other limitations.

FOURTH: Provisions (if any) for the regulation of the internal affairs of the corporation, including provisions for the distribution of assets on dissolution or final liquidation, are:

(Note 1)

SEE ATTACHMENT I FOR ARTICLES FOUR-A, FOUR-B, AND FOUR-C

FIFTH: The address of the initial registered office of the corporation is 71 RICHMOND ST.  
PROV., R.I., 02903 (add Zip Code),  
and the name of its initial registered agent at such address is: UMBERTO CRENCA

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is 11,  
and the names and addresses of the persons who are to serve as the initial directors are:

Name	Address
<u>SEE ATTACHMENT II</u>	

SEVENTH: The name and address of each incorporator is:

Name	Address
<u>Umberto Crenca</u>	<u>10 Warren Ave., N. Prov. R.D. 02911</u>
<u>Gina Risica</u>	<u>158 Capron Farm Dr, Warwick RI 02886</u>
<u>Susan Clausen</u>	<u>8 Hopedale Rd Providence RI 02906</u>

EIGHTH: Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation): upon filing of these articles of incorporation.

Dated \_\_\_\_\_, 19\_\_\_\_

Umberto Crenca  
Gina Risica  
Susan W Clausen  
Incorporator(s)

NOTE: 1. If no provision for the regulation of the internal affairs of the corporation or for the distribution of assets on dissolution or final liquidation are to be set forth, insert "None." In an appropriate case provisions relating to members, their qualifications and rights (Section 7-6-15) may be inserted here.

**ARTICLES OF ASSOCIATION ATTACHMENT I**  
**FOR AS 220**

A: No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, directors, trustees, 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 in Article Third hereof.

No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, nor shall the corporation participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

OUR B: No payments or distributions shall be made by this corporation and no other activities shall be carried on or engaged in by this corporation which would result in the denial or revocation of the exemption of this corporation from federal income taxation under the provisions of the Internal Revenue Code of 1954, as amended by the Tax Reform Act of 1976, as an organization described in Sec. 501(c)(3), of said Code, or the deductibility of contributions to and for the use of this corporation for federal income tax purposes under the provisions of Sec. 170 of said Code, or the deductibility of any transfer, device, or bequests to said corporation for federal estate tax purposes under the provisions of Sec. 2055 and Sec. 2105 of said Code, or the deductibility of gifts to said corporation for federal gift tax purposes under the provisions of Sec. 2522 of said Code.

OUR C: Upon the dissolution of the corporation, the Officers shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or 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 Sec. 501(c)(3) of the Internal Revenue Code of 1954, as amended by the Tax Reform Act of 1976 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Superior Court of the County in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Department of Administration  
DIVISION OF TAXATION  
One Capitol Hill  
Providence, RI 02908-5800

FAX (401) 277-6006

CERTIFICATE OF EXEMPTION

AS220  
71 RICHMOND STREET  
PROVIDENCE, RI 02903

THIS IS TO CERTIFY THAT THE ABOVE-NAMED INSTITUTION HAS QUALIFIED FOR EXEMPTION PURSUANT TO THE PROVISIONS OF THE RHODE ISLAND SALES AND USE TAX ACT, CHAPTER 18, TITLE 44, OF THE GENERAL LAWS OF 1956, AS AMENDED, AND IS ACCORDINGLY EXEMPT FROM THE PAYMENT OF THE SALES TAX ON SALES MADE TO IT FROM THE USE TAX ON THE STORAGE, USE OR OTHER CONSUMPTION OF TANGIBLE PERSONAL PROPERTY BY IT.

R. GARY CLARK  
TAX ADMINISTRATOR

BY:

*Lloyd J. Menard Jr.*  
LLOYD J. MENARD, JR.  
CHIEF REVENUE AGENT  
FIELD AUDIT SERVICE

CERTIFICATE NUMBER: 6050

DATE ISSUED : May 22, 1991

DUPLICATE: 10/28/92-NAME CORRECTED