



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

CONSUMERS' COOPERATIVE

ARTICLES OF ASSOCIATION

The undersigned, acting as incorporator(s) of an association under Chapter 7-8 of the General Laws of Rhode Island, 1956, as amended, adopt(s) the following Articles of Association for such association:

1. The name of the consumers' cooperative association is _____

(The name must contain the word "cooperative".)

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

3. The purpose or purposes for which the association is organized are: _____

4. The association is organized [] with shares [or] [] without shares (check one box only)

5. The aggregate number of shares which the association shall have the authority to issue is:

(a) If only one class: Total number of shares _____ (If the authorized shares are to consist of one class only, state the par value of such shares or a statement that all of such shares are to be without par value.):

or

(b) If more than one class: Total number of shares _____ (State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of Title 7 of the General Laws in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.)

6. The minimum number of value of shares which must be owned in order to qualify for membership is _____

7. If organized without shares, state whether the property rights of members shall be equal or unequal, and if unequal, the rule by which their rights shall be determined:

8. The maximum amount or percentage of capital which may be owned or controlled by any member is _____

9. The method by which any surplus, upon dissolution of the association, shall be distributed is _____

10. Provisions (if any), dealing with the preemptive right of shareholders pursuant to Section 7-1.1-24 of the General Laws, 1956, as amended:

11. Provisions (if any), for the regulation of the internal affairs of the association:

12. The address of the initial registered office of the association is _____ (Street)

_____, RI _____ and the name of its initial registered agent at such
(City/Town) (Zip Code)

address is _____

(Name of Agent)

13. The number of directors constituting the initial board of directors of the association is _____
and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until
their successors are elected and shall qualify are:

Name

Address

14. The name and address of each incorporator is:

Name

Address

15. Date when corporate existence to begin _____
(not prior to, nor more than 90 days after, the filing of these Articles of Association)

Under penalty of perjury, I declare and affirm that I have
examined these Articles of Association, including any
accompanying attachments, and that all statements contained
herein are true and correct.

Date: _____

Signature of Authorized Person