



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$230.00

Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615
Telephone: (401) 222-3040

**Business Corporation
Articles of Incorporation**

(Chapter 7-1.2- of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the corporation is Harkwood Corporation

☒ This is a close corporation pursuant to § 7-1.2-1701 of the General Laws, 1956, as amended. (Uncheck if inapplicable.)

ARTICLE II

The total number of shares which the corporation has authority to issue is:

(Unless otherwise stated all authorized shares are deemed to have a nominal or par value of \$0.01 per share.)

Class of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>
STK	\$0.00	10,000,000.00

A statement of all or any of the designations and the powers, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them, which are permitted by the provisions of Chapter 7-1.2 of the General Laws, 1956, as amended, in respect of any class or classes of shares of the corporation and the fixing of which by the articles of association is desired, and an express grant of the authority as it may then be desired to grant to the board of directors to fix by vote or votes any of them that may be desired but which is not fixed by the articles:

IN FURTHERANCE AND NOT IN LIMITATION OF THE POWERS CONFERRED BY THE LAWS OF THE STATE OF RHODE ISLAND, THE BOARD OF DIRECTORS IS EXPRESSLY AUTHORIZED AND EMPOWERED TO ISSUE ONE OR MORE CLASSES OF SHARES, INCLUDING ONE OR MORE CLASSES OF COMMON SHARES, OR ONE OR MORE SERIES OF SHARES WITHIN ANY CLASS THEREOF, ANY OR ALL OF WHICH CLASSES OR SERIES OF SHARES MAY BE CERTIFICATED OR UNCERTIFICATED, WITH PAR VALUE OR WITHOUT PAR VALUE, AND WHICH CLASSES OR SERIES MAY HAVE SUCH VOTING POWERS, FULL OR LIMITED, OR NO VOTING POWERS, AND SUCH DESIGNATIONS, PREFERENCES AND RELATIVE, PARTICIPATING, OPTIONAL OR OTHER SPECIAL RIGHTS, AND QUALIFICATIONS, LIMITATIONS OR RESTRICTIONS THEREOF AS ARE STATED AND EXPRESSED IN THE RESOLUTION OR RESOLUTIONS PROVIDING FOR THE ISSUE OF SUCH SHARES ADOPTED BY THE BOARD OF DIRECTORS.

ARTICLE III

The street address (post office boxes are not acceptable) of the initial registered office of the corporation is:

No. and Street: 24 POTTER HILL RD

City or Town: WESTERLY

State: RI

Zip: 02891

The name of its initial registered agent at such address is STEPHEN THOMAS WALL

ARTICLE IV

The corporation has the purpose of engaging in any lawful business, and shall have perpetual existence until dissolved or terminated in accordance with Chapter 7-1.2.

ARTICLE V

Additional provisions, if any, not inconsistent with Chapter 7-1.2 which the incorporators elect to have set forth in these Articles of Incorporation:

A DIRECTOR OF THE CORPORATION SHALL NOT BE PERSONALLY LIABLE TO THE CORPORATION OR ITS STOCKHOLDERS FOR MONETARY DAMAGES FOR CONDUCT AS A DIRECTOR OR FOR BREACH OF FIDUCIARY DUTY AS A DIRECTOR, EXCEPT TO THE EXTENT SUCH EXEMPTION FROM LIABILITY OR LIMITATION THEREOF IS NOT PERMITTED UNDER THE RHODE ISLAND BUSINESS CORPORATION ACT AS THE SAME EXISTS OR MAY HEREAFTER BE AMENDED. ANY AMENDMENT, REPEAL OR MODIFICATION OF THE FOREGOING PROVISION SHALL NOT ADVERSELY AFFECT ANY RIGHT OR PROTECTION OF A DIRECTOR OF THE CORPORATION EXISTING HEREUNDER WITH RESPECT TO ANY ACT OR OMISSION OCCURRING PRIOR TO SUCH AMENDMENT, REPEAL OR MODIFICATION.

ARTICLE VI

The name and address of the each incorporator is:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
INCORPORATOR	STEPHEN THOMAS WALL	24 POTTER HILL RD WESTERLY, RI 02891 USA

ARTICLE VII

These Articles of Incorporation shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing.

Later Effective Date:

Signed this 18 Day of December, 2007 at 4:52:22 PM by the incorporator(s). *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

STEPHEN THOMAS WALL

Form No. 100
Revised 09/07

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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

