



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 Make Mine a Hydro, Inc

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>
CNP	\$0.00	6,000.00

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:

STOCKHOLDERS HAVE A PREEMPTIVE RIGHT TO ACQUIRE UNISSUED TREASURY SHARES OF THE CORPORATION PURSUANT TO SECTION 7-1.1-24 OF THE RHODE ISLAND GENERAL LAWS, 1956, AS AMENDED.

ARTICLE III

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

No. and Street: 300 CENTERVILLE ROAD
SUITE 300, SUMMIT WEST

City or Town: WARWICK

State: RI

Zip: 02886

The name of its initial registered agent at such address is SANFORD J. RESNICK, ESQUIRE

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:

FOR THE REGULATION OF THE BUSINESS AND THE CONDUCT OF THE INTERNAL AFFAIRS OF THE CORPORATION, IT IS FURTHER PROVIDED:

1. STOCK OF THIS CORPORATION MAY BE ISSUED FROM TIME TO TIME FOR SUCH CONSIDERATION CONSISTING OF CASH, SERVICES, PERSONAL PROPERTY, TANGIBLE AND INTANGIBLE, OR REAL ESTATE OR SUCH OTHER CONSIDERATION THAT SHALL BE DETERMINED FROM TIME TO TIME BY THE STOCKHOLDERS OF THIS CORPORATION.
2. NO STOCKHOLDER OF THIS CORPORATION SHALL MAKE SALE OF ANY STOCK OF SAID CORPORATION HELD BY HIM, WITHOUT FIRST GIVING WRITTEN NOTICE TO THE CORPORATION OF HIS INTENTION TO SELL THE SAME AND GIVING TO THE CORPORATION THE RIGHT TO PURCHASE SAID STOCK AT THE LOWEST AT WHICH HE IS WILLING TO SELL BEFORE THE SAME SHALL BE SOLD BY HIM TO ANY OTHER PARTY. THE CORPORATION SHALL EXERCISE THE RIGHT TO PURCHASE THE STOCK SO OFFERED TO IT WITHIN 30 DAYS OF THE RECEIPT OF SAID OFFER. IF NOT ACCEPTED WITHIN SAID DATE, THE STOCKHOLDER SHALL BE AT LIBERTY TO MAKE SALE OF SAID STOCK SO OFFERED TO THE CORPORATION IN THE OPEN MARKET FOR A PRICE OF NOT LESS THAN ONE AT WHICH SAID STOCK IS OFFERED TO THE CORPORATION.

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	SANFORD J RESNICK	300 CENTERVILLE ROAD, SUITE 300 WEST WARWICK , RI 02886 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 13 Day of August, 2008 at 4:25:41 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.*

SANFORD J RESNICK

Form No. 100
Revised 09/07

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