



**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 Dorchester Enterprises, 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	10,000.00

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:

ARTICLE III

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

No. and Street: 4080 SOUTH COUNTY TRAIL
SUITE 1

City or Town: CHARLESTOWN

State: RI

Zip: 02813

The name of its initial registered agent at such address is JOHN S. PFARR

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:

THE PROVISIONS RELATING TO PREEMPTIVE RIGHTS OF THE SHAREHOLDERS OF THE CORPORATION SHALL BE AS FOLLOWS:

THE SHAREHOLDERS OF THE CORPORATION SHALL BE ENTITLED TO A PREEMPTIVE RIGHT, FOR A PERIOD OF THIRTY (30) DAYS FOLLOWING THE NOTICE HEREINAFTER REFERRED TO, TO SUBSCRIBE FOR, PURCHASE OR OTHERWISE ACQUIRE IN THE PROPORTIONS WHICH THEIR HOLDINGS OF THE SHARES OF THE COMMON STOCK OF THE CORPORATION BEAR TO THE OUTSTANDING COMMON STOCK, ANY SHARES OF THE SAME CLASS OF THE CORPORATION, ANY EQUITY AND/OR VOTING SHARES OF ANY CLASS OF THE CORPORATION WHICH THE CORPORATION PROPOSES TO ISSUE OR ANY RIGHTS OR OPTIONS WHICH THE CORPORATION PROPOSES TO GRANT FOR THE PURCHASE OF SHARES OF THE SAME CLASS OF THE CORPORATION OR OF THE EQUITY AND/OR VOTING SHARES OF ANY CLASS OF THE CORPORATION OR FOR THE PURCHASE OF ANY SHARES, BONDS, SECURITIES OR OBLIGATIONS OF THE CORPORATION WHICH ARE CONVERTIBLE INTO, OR EXCHANGEABLE FOR, OR WHICH CARRY ANY RIGHTS TO SUBSCRIBE FOR, PURCHASE OR OTHERWISE ACQUIRE SHARES OF THE SAME CLASS OF THE CORPORATION OR EQUITY AND/OR VOTING SHARES OF ANY CLASS OF THE CORPORATION, WHETHER NOW OR HEREFTER AUTHORIZED OR CREATED, WHETHER HAVING UNISSUED OR TREASURY STATUS, AND WHETHER THE PROPOSED ISSUE, REISSUE, TRANSFER OR GRANT IS FOR CASH, PROPERTY OR ANY OTHER LAWFUL CONSIDERATION. THE PREEMPTIVE RIGHTS GRANTED HEREIN SHALL BE DEEMED WAIVED BY ANY SHAREHOLDER WHO DOES NOT SO EXERCISE THEM AND PAY FOR THE SHARES, RIGHTS, OPTIONS, BONDS, SECURITIES OR OBLIGATIONS WITHIN SAID THIRTY (30) DAYS OF RECEIPT OF NOTICE IN WRITING FROM THE CORPORATION STATING THE PRICE, TERMS AND CONDITIONS OF THE OFFERING. AFTER THE EXPIRATION OF SAID THIRTY (30) DAYS, ANY AND ALL OF SUCH SHARES, RIGHTS, OPTIONS, BONDS, SECURITIES OR OBLIGATIONS OF THE CORPORATION MAY BE ISSUED, REISSUED, TRANSFERRED OR GRANTED BY THE CORPORATION, AS THE CASE MAY BE, TO SUCH PERSONS, FIRMS, CORPORATIONS AND ASSOCIATIONS, AND FOR SUCH LAWFUL CONSIDERATION, AND ON SUCH TERMS AS THE CORPORATION IN ITS DISCRETION MAY DETERMINE. AS USED HEREIN, THE TERMS "EQUITY SHARES" AND "VOTING SHARES" SHALL MEAN, RESPECTIVELY, SHARES WHICH CONFER UNLIMITED DIVIDEND RIGHTS AND SHARES WHICH CONFER UNLIMITED VOTING RIGHTS.

THE PROVISIONS CONTAINED HEREIN ARE IN LIEU OF THE PROVISIONS ON PREEMPTIVE RIGHTS OTHERWISE PROVIDED UNDER RHODE ISLAND LAW.

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	CARLA A. BARONE	14 PLAINS ROAD ESSEX, CT 06426 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 22 Day of September, 2008 at 5:04:16 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.*

CARLA A. BARONE

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. RALPH MOLLIS

Secretary of State

