

Filing and License Fee: \$230.00 minimum

ID Number: _____



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

2009 MAY 22 AM 10:56

BUSINESS CORPORATION

ARTICLES OF INCORPORATION

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.2 of the General Laws of Rhode Island, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is Celestine - Asset Rebuilding, Inc.

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

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

(a) *If only one class:* Total number of shares 1,000 common shares without par.

or

(b) *If more than one class:* Total number of shares of each class _____

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:

3. The address of the initial registered office of the corporation is 74 Sisson Pond Road

(Street Address, not P.O. Box)

Portsmouth

(City/Town)

, RI

02871

(Zip Code)

and the name of its initial registered agent

at such address is Kenneth Gaus

(Name of Agent)

4. 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.
5. Unless otherwise stated all authorized shares are deemed to have a nominal or par value of \$0.01 per share.

FILED

MAY 22 2009

By

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- See attached Statement 1.**

1604 Broad Street, Cranston, RI 02905

- Date:

May 22, 1909

signed these Articles of Incorporation
company attachments, and that all sta
are true and correct.

Signature of each Incorporator

CELESTINE – ASSET REBUILDING, INC.

ARTICLES OF INCORPORATION STATEMENT 1

ARTICLE TWO

Each of the holders of the issued and outstanding shares of Common Stock of the corporation shall have the right to subscribe for any new capital stock, whether of a class now existing or hereafter created, or for any securities convertible into capital stock hereafter issued by the corporation in proportion to their respective holdings of stock at the time of such issue.

The corporation shall have the right, in case of the sale of shares of stock of any stockholder, to purchase said shares at the lowest price at which such stockholder is willing to sell said shares before the same shall be sold by him to any other party; provided, however, that the corporation shall exercise its right to purchase hereunder within thirty (30) days after such stockholder shall have notified the corporation in writing of his desire to sell said share and the price at which he is willing to sell the same, and if the corporation shall decide to purchase said shares, such stockholder, shall, upon tender of the purchase price thereof, transfer to the corporation said shares so sold, and if the corporation shall not elect to purchase said shares within said thirty (30) day period, then such stockholder may, at any time within thirty (30) days after the expiration of said thirty (30) day period, sell said shares to any other party but at not less than the price at which the same were offered to the corporation.



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

