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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

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BUSINESS CORPORATION

ORIGINAL ARTICLES OF INCORPORATION

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is P.C. Holdings, Inc.

(This is a close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended) (strike inapplicable)

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

3. The specific purpose or purposes for which the corporation is organized are:

Purchase and manage real estate and to otherwise perform all services that are legal and lawful

4. The aggregate number of shares which the corporation shall have authority to issue is:

(a) *if only one class*. Total number of shares 500 (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):

common; no par value, fully paid and non-assessable.

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 Chapter 7-1.1 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):

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

No stockholder shall sell any stock held by him/her in the Corporation until the same shall have been first offered for sale in writing to said corporation and second offered for sale to the individuals presently holding stock at the lowest price at which he/she is willing to sell said stock.

Said offer shall be made in writing and if the same shall not be accepted by the corporation within 30 days and by the individual stockholders within the following 30 days from the date thereof, the said stockholder may sell his/her stock to whomever he/she may desire at not less than the original offered price.

6. Provisions (if any) for the regulation of the internal affairs of the corporation:

The Board of Director(s) shall have the control and general management of the affairs and business of the corporation, such Director(s) shall in all cases act as a board, regularly convened, by a majority, and they may adopt such rules and regulations for the conduct of their meetings and the management of the corporation as they may deem proper, not inconsistent with the laws of the State of Rhode Island

7. The address of the initial registered office of the corporation is 363 Smithfield Avenue
(Street)

Pawtucket, RI 02860 and the name of its initial registered agent at such address is
(City/Town) (Zip Code)
Paulo Cunha

8. The number of directors constituting the initial board of directors of the corporation is one (1) 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: (if this is a close corporation pursuant to Section 7-1.1-51 of the General laws 1956, as amended, and there shall be no board of directors, state the titles of the initial officers of the corporation and the names and addresses of the persons who are to serve as officers until the first annual meeting of shareholders or until their successors be elected and qualify).

Title	Name	Address
	<u>Paulo Cunha</u>	<u>363 Smithfield Avenue, Pawtucket R.I.</u>

9. The name and address of each incorporator is:

Name	Address
<u>Paulo Cunha</u>	<u>363 Smithfield Avenue, Pawtucket R.I.</u>

10. Date when corporate existence to begin: December 4, 2001
(not more than 30 days after filing of these articles of incorporation)

Dated Nov. 29, 2001

RCCA
Signature of each Incorporator

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

In Providence, on this 29th day of November, 2001, personally appeared before me Paulo Cunha

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

James C. Crooks
Notary Public James C. Crooks
My Commission Expires: 5/9/02