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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

2010 DEC -2 PM 1:10
RECEIVED
CORPORATIONS DIVISION

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 PACHISEA, 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 2000 SHARES COMMON STOCK NO PAR VALUE

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 145 Phenix Avenue

(Street Address, not P.O. Box)

Cranston

(City/Town)

, RI

02920

(Zip Code)

and the name of its initial registered agent

at such address is John S. DiBona

(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.

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

SEE ATTACHED SCHEDULE "A"

[illegible]

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
John S. DiBona	145 Phenix Avenue, Cranston, RI 02920
Sandra Nadeau	145 Phenix Avenue, Cranston, RI 02920

8. 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 **immediately upon filing**

Under penalty of perjury, I/we declare and affirm that I/we have examined these Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 12/01/2010

John S. DiBona

Sandra Nadeau

Signature of each Incorporator

SCHEDULE "A"

The corporation reserves the right to adopt applicable pre-emptive rights by means of stock purchase, stock restriction and/or stock redemption agreements as may from time to time be executed. In the absence of any such agreement, said corporation shall have the right in case of the sale or other transfer (including gifting) of shares of stock of any stockholder to purchase said shares at the lowest price at which said stockholder is willing to sell or transfer said shares before the same shall be sold or otherwise transferred by him to any other party; provided, however, that said corporation shall exercise its right to purchase within thirty (30) days after the stockholder shall have notified it in writing of his desire to sell or otherwise transfer said shares and the price at which he is willing to sell or otherwise transfer said shares, and if the corporation shall elect to purchase said shares such stockholder shall, upon tender of the purchase price thereof, transfer to the corporation the shares so sold, and if the corporation shall not elect to purchase said shares within said thirty (30) days, then such stockholder may, at any time within twenty (20) days after the expiration of said thirty (30) days, sell or otherwise transfer said shares to any other party but at not less than the price at which the same were offered to this 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. RALPH MOLLIS

Secretary of State

