



State of Rhode Island and Providence Plantations
Office of the Secretary of State

Fee: \$230.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(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 CSJ Restaurant Group, 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	\$0.0000	1,000.00

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:

NONE

ARTICLE III

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

No. and Street: 2000 MENDON ROAD
City or Town: CUMBERLAND State: RI Zip: 02864

The name of its initial registered agent at such address is C.T. CORP.

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:

NO STOCK IN THE CORPORATION SHALL BE TRANSFERRED TO A PERSON WHO IS NOT ALREADY A STOCKHOLDER UNLESS THE STOCK SHALL HAVE BEEN FIRST OFFERED BY A WRITING FOR SALE TO EACH OF THE OTHER STOCKHOLDERS OF THE CORPORATION AT THE SAME PRICE AND ON THE SAME TERMS AS WOULD GOVERN UPON A TRANSFER TO A PERSON NOT A STOCKHOLDER. THE WRITING SHALL SET FORTH THE PRICE AND TERMS AND SHALL BE SENT BY REGISTERED MAIL TO EACH STOCKHOLDER AT THE ADDRESS ON THE CORPORATION BOOKS. THE RIGHT TO TRANSFER THE STOCK TO A PERSON NOT A STOCKHOLDER SHALL NOT EXIST UNTIL ALL EXISTING STOCKHOLDERS REFUSE THE OFFER MADE AS PROVIDED ABOVE OR UNTIL THEY FAIL FOR A PERIOD OF THIRTY (30) DAYS AFTER RECEIPT OF THE WRITTEN OFFER TO ACCEPT THE SAME BY COMPLIANCE WITH THE TERMS SET FORTH HEREIN. REGULATIONS AS TO THE FORMALITIES AND PROCEDURE TO BE FOLLOWED IN EFFECTING THE TRANSFER SHALL BE PRESCRIBED IN THE BYLAWS OF THE CORPORATION.

NO SHARE OR STOCK SHALL BE SOLD OR TRANSFERRED ON THE BOOKS OF THE CORPORATION UNTIL THESE PROVISIONS HAVE BEEN COMPLIED WITH; PROVIDED, HOWEVER, THAT THESE PROVISIONS MAY BE WAIVED IN ANY PARTICULAR INSTANCE BY A VOTE OF ALL STOCKHOLDERS OF THE CORPORATION TO SO WAIVE THEM.

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	JOHN GIOLDASIS	220 FARRWOOD DRIVE BRADFORD, MA 01835 USA
INCORPORATOR	SAMEH S ABADY	17 EAGLE DRIVE SALEM, NH 03079 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 18 Day of March, 2011 at 2:50:03 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.*

JOHN GIOLDASIS
SAMEH S ABADY

Form No. 100
Revised 09/07

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