

Filing and License Fee: \$230.00 minimum



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615
www.sos.ri.gov

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 RHODE ISLAND SNOW & ICE COMPANY, 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 the authority to issue is:

(a) *If only one class:* Total number of shares 1,000

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:

Goodman, Shapiro & Lombardi, LLC, 395 Smith Street
(Street Address, not P.O. Box)

Providence, RI 02908 and the name of its initial registered agent at
(City/Town) (Zip Code)

such address is Frank A. Lombardi, Esq.
(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 attachment

Multiple horizontal lines for additional provisions.

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Gary A. Smith	489 Cooper Road, Gloucester, RI 02814

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 _____

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: 9/9/11

Signature of Gary A. Smith

Signature of each Incorporator

ARTICLES OF INCORPORATION (continuation)

RHODE ISLAND SNOW & ICE, INC.

SECTION 6

The corporation may carry on any business, operation or activity referred to in Section 4, to the same extent as might an individual, whether as principal, agent, contractor or otherwise and either alone or in conjunction or a joint venture or other arrangement with any corporation, association, trust, firm or individual.

The corporation may carry on any business, operation or activity through a wholly-owned or a partly-owned subsidiary.

The corporation may be a partner in any business enterprise which it would have power to conduct by itself.

The directors may make, amend or repeal the By-Laws, in whole or in part, except with respect to any provision thereof which, by law or by the By-Laws, require action by the stockholders.

Meetings of the stockholders may be held anywhere in the United States.

The directors may specify the manner in which the accounts of the corporation shall be kept and may determine what constitutes net earnings; profits and surplus; what amounts, if any, shall be reserved for any corporation purpose; and what amounts, if any, shall be declared as dividends.

The directors shall have the power to fix, from time to time, their compensation. No person shall be disqualified from holding any office by reason of any interest.

To the extent permitted by law, the authorizing or ratifying vote of all of the shares of the capital stock of this corporation outstanding and entitled to vote for directors at any annual meeting or a special meeting duly called for the purpose (whether such vote is passed before or after judgment rendered in a suit with respect to such contract, transaction or act) shall: validate any contract, transaction or action of this corporation or of the Board of Directors or of any committee thereof with regard to all stockholders of this corporation, whether or not of record at the time of such vote and with regard to all creditors and other claimants under this corporation.

The corporation shall have all the powers granted to corporations by the laws of the State of Rhode Island, provided that no such power shall include any activity inconsistent with the Business Corporation Law or the General Laws of said State of Rhode Island.



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

