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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

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2011 DEC -8 AM 8:49

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 LC Creative, 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 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 62 Old Stone Church Road

(Street Address, not P.O. Box)

Little Compton

(City/Town)

, RI

02837

(Zip Code)

and the name of its initial registered agent

at such address is Nadine Flowers

(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 1.

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Michael Aaronson	1604 Broad Street, Cranston, RI 02905

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 **January 1, 2012**

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:

October 17, 2011

completing attachments, and that all statements herein are true and correct.

M. R. Brown

Signature of each Incorporator

LC Creative, Inc.

ARTICLES OF INCORPORATION ATTACHMENT 1

ARTICLE FIFTH

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.