



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 PKP 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>
CWP	\$0.0100	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:

RESTRICTIONS OF SALE AND TRANSFER. NO STOCKHOLDERS SHALL TRANSFER ANY OF HIS CAPITAL STOCK, EXCEPT BY WILL OR INTESTACY WITHOUT FIRST OFFERING THE SAME TO THE CORPORATION AT THE LOWEST PRICE AT WHICH HE IS WILLING TO SELL THE SAME. SAID OFFER TO BE IN WRITING AND TO INCLUDE A STATEMENT OF THE NAMES AND ADDRESSES OF THE TRANSFEREE OR TRANSFEREES TO WHOM THE STOCKHOLDER INTENDS TO SELL AND TRANSFER HIS STOCK IF HIS SAID OFFER IS NOT ACCEPTED BY THE CORPORATION AS HEREINAFTER PROVIDED. SAID OFFER AND STATEMENT SHALL BE ADDRESSED TO THE CORPORATION AT ITS PRINCIPAL PLACE OF BUSINESS. THE CORPORATION THROUGH ITS STOCKHOLDERS SHALL HAVE FIFTEEN (15) DAYS AFTER THE DATE OF THE DELIVERY OF SAID OFFER AND STATEMENT TO ACCEPT OR REJECT SAID OFFER AND UNTIL ACTION THEREON SHALL BE TAKEN OR UNTIL THE EXPIRATION OF SAID FIFTEEN (15) DAYS, WHICHEVER SHALL FIRST OCCUR, NO TRANSFER OF SUCH STOCK SHALL BE MADE BY THE STOCKHOLDER SUBMITTING THE OFFER, BUT IF THE STOCKHOLDERS SHALL REJECT SAID OFFER OR IF NO ACTION SHALL BE TAKEN BY THEM PRIOR TO THE EXPIRATION OF SAID FIFTEEN (15) DAYS, SUCH STOCKHOLDER MAY THEN SELL SAID STOCK AT NOT LESS THAN THE PRICE FIXED IN SAID OFFER TO ANY TRANSFEREE OR TRANSFEREES DESCRIBED IN SAID STATEMENT AT ANY TIME WITHIN THREE (3) MONTHS AFTER THE EXPIRATION OF SAID FIFTEEN (15) DAYS, BUT NOT OTHERWISE OR THEREAFTER WITHOUT AGAIN COMPLYING WITH THE PROVISIONS OF THE PARAGRAPH HEREIN. TRANSFERS BY WAY OF PLEDGE, ATTACHMENT OR OTHER ENCUMBRANCES ARE INTENDED TO BE INCLUDED IN THE PROHIBITIONS OF THE PARAGRAPH HEREIN. ANY TRANSFER CONTRARY TO THE FOREGOING PROVISIONS SHALL BE VOID. THE CORPORATION BY RESOLUTION OF ITS STOCKHOLDERS, HOWEVER, MAY WAIVE THE FOREGOING PROVISIONS WITH RESPECT TO ANY PARTICULAR TRANSFER.

**ARTICLE III**

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

No. and Street: 681 SMITH STREET, SUITE 201  
City or Town: PROVIDENCE State: RI Zip: 02908

The name of its initial registered agent at such address is JOHN T. LONGO

**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:

**ARTICLE VI**

The name and address of the each incorporator is:

<b>Title</b>	<b>Individual Name</b> First, Middle, Last, Suffix	<b>Address</b> Address, City or Town, State, Zip Code, Country
INCORPORATOR	JOHN LONGO	681 SMITH STREET PROVIDENCE, RI 02908 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: 02/16/2012

**Signed this 16 Day of February, 2012 at 2:59:03 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 LONGO

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# 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*

