



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

Fee: \$150.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Limited Liability Company
Articles of Organization**

(Chapter 7-16-6 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the limited liability company is: NULCO LOFTS, LLC

ARTICLE II

The street address (post office boxes are not acceptable) of the limited liability company's registered agent in Rhode Island is:

No. and Street: 144 MEDWAY STREET

City or Town: PROVIDENCE

State: RI

Zip: 02906

The name of the resident agent at such address is: RONALD C. MARKOFF, ESQ.

ARTICLE III

Under the terms of these Articles of Organization and any written operating agreement made or intended to be made, the limited liability company is intended to be treated for purposes of federal income taxation as:
Check one box only

a partnership a corporation disregarded as an entity separate from its member

ARTICLE IV

The address of its principal office of the limited liability company if it is determined at the time of organization:

No. and Street: C/O PMJ CAPITAL CORP.

1 FAWCETT PLACE

City or Town: GREENWICH

State: CT

Zip: 06830

Country: USA

ARTICLE V

The limited liability company has the purpose of engaging in any lawful business, unless a more limited purpose is set forth in Article VI of these Articles of Organization.

The period of its duration is: Perpetual

ARTICLE VI

Additional provisions, if any, not inconsistent with law, which members elect to have set forth in these Articles of Organization, including, but not limited to, any limitation of the purposes or any other provision which may be included in an operating agreement:

ALL MEMBERS, MANAGERS, OFFICERS, EMPLOYEES AND AGENTS OF THE LIMITED

LIABILITY COMPANY SHALL BE INDEMNIFIED TO THE FULLEST EXTENT PERMITTED UNDER APPLICABLE LAW AND AS PROVIDED IN THE OPERATING AGREEMENT OF THE LIMITED LIABILITY COMPANY.

NO MEMBER OR MANAGER OF THE LIMITED LIABILITY COMPANY SHALL HAVE ANY LIABILITY TO THE LIMITED LIABILITY COMPANY OR ITS MEMBERS FOR MONETARY DAMAGES FOR BREACH OF ANY DUTY PROVIDED IN SECTION 7-16-7 OF THE GENERAL LAWS OF RHODE ISLAND, 1956, AS AMENDED, EXCEPT AS EXPRESSLY PROVIDED IN SECTION 7-16-18(B) OF SAID GENERAL LAWS OR IN ANY OPERATING AGREEMENT OF THE LIMITED LIABILITY COMPANY.

ARTICLE VII

The limited liability company is to be managed by its ___ Members or Managers (check one)
(If managed by Members, go to ARTICLE VIII)

The name and address of each manager (If LLC is managed by Members, DO NOT complete this section):

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
MANAGER	MICHAEL L GOLDMAN ESQ.	200 CONNECTICUT AVENUE NORWALK, CT 06854 USA
MANAGER	GARFIELD SPENCER	91 ALGONQUIN ROAD FAIRFIELD, CT 06825 USA

ARTICLE VIII

The date these Articles of Organization are to become effective, not prior to, nor more than 30 days after the filing of these Articles of Organization.

Later Effective Date: 02/29/2012

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 company, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-16.

Signed this 29 Day of February, 2012 at 1:29:32 PM by the Authorized Person.

MICHAEL L. GOLDMAN, ESQ.

Address of Authorized Signer:

C/O GOLDMAN, GRUDER & WOODS, LLC
200 CONNECTICUT AVENUE, NORWALK, CT 06854

Form No. 400
Revised 09/07



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

