



**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: AMS Floors and Home Improvement, 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: PATRICK LYNCH LAW FIRM  
1 PARK ROW, 5TH FL.

City or Town: PROVIDENCE

State: RI

Zip: 02903

The name of the resident agent at such address is: MARIA F. DEATON, 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: 474 NORTH BROADWAY

City or Town: EAST PROVIDENCE

State: RI

Zip: 02914

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:

OPERATING AGREEMENT

THE UNDERSIGNED, BEING THE SOLE MEMBER (“MEMBER”) AND REPRESENTING ALL OF THE CAPITOL VALUES OF THE OWNERSHIP INTERESTS OF AMS FLOORS AND HOME IMPROVEMENT, L.L.C., A RHODE ISLAND LIMITED LIABILITY COMPANY (THE “COMPANY”), HEREBY STATES THAT IF ANOTHER PERSON(S) IS EVER ADMITTED AS A MEMBER OF THE COMPANY, THERE WILL NOT AND SHALL NOT BE ANY ORAL OPERATING AGREEMENT FOR, BETWEEN AND AMONG MEMBERS OF THE COMPANY. FURTHER, THE MEMBER[S] AGREES THAT THE COMPANY WILL BE MEMBER-MANAGED AND IF THE COMPANY IS EVER TO BE MANAGER-MANAGED, THE MEMBER(S) SHALL NOT HAVE ANY ORAL AGREEMENT RELATING TO THE RIGHTS, DUTIES AND LIABILITIES OF THE MANAGER(S) BUT SHALL ONLY ADOPT A WRITTEN AGREEMENT TO THAT EFFECT. THIS AGREEMENT CONTAINS THE ENTIRE UNDERSTANDING AND AGREEMENT FOR, BETWEEN AND AMONG MEMBERS WITH RESPECT THE SUBJECT MATTER HEREOF AND MAY NOT BE AMENDED EXCEPT BY WRITTEN AGREEMENT SIGNED BY ALL MEMBERS. THIS AGREEMENT SHALL BE BINDING UPON AND INURE TO THE BENEFIT OF THE UNDERSIGNED AND HIS RESPECTIVE SUCCESSORS AND ASSIGNS. IN WITNESS WHEREOF, THE UNDERSIGNED HAVE EXECUTED THIS AGREEMENT AS OF MARCH 1, 2012.

\_\_\_\_\_  
CARLOS A. FERRO

**ARTICLE VII**

The limited liability company is to be managed by its  X  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

**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: 03/02/2012

*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 2 Day of March, 2012 at 2:55:59 PM by the Authorized Person.**

MARIA F. DEATON

**Address of Authorized Signer:**

1 PARK ROW, 5TH FL.  
PROVIDENCE, RI 02903

Form No. 400  
Revised 09/07

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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*

