



**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 The Carlson Corporation

☒ 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>
CNP	\$0.0000	1,500.00

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:

SAID CORPORATION SHALL HAVE THE FOLLOWING POWERS AND AUTHORITY TO DO ANY LAWFUL ACT WHICH IS NECESSARY OR PROPER TO ACCOMPLISH THE PURPOSES OF ITS INCORPORATION. WITHOUT LIMITING OR ENLARGING THE EFFECT OF THIS GENERAL GRANT OF AUTHORITY, IT IS HEREBY SPECIFICALLY PROVIDED THAT THIS CORPORATION SHALL HAVE POWER:

A) TO HAVE PERPETUAL SUCCESSION IN ITS CORPORATE NAME, UNLESS A PERIOD FOR ITS DURATION IS LIMITED IN ITS ARTICLES OF INCORPORATION OR CHARTER;

B) TO SUE OR BE SUED IN ITS CORPORATE NAME;

C) TO HAVE AND USE A COMMON SEAL, AND ALTER, THE SAME AT PLEASURE;

D) TO ELECT SUCH OFFICERS AND APPOINT SUCH AGENTS AS ITS BUSINESS REQUIRES, AND TO FIX THEIR COMPENSATION AND DEFINE THEIR DUTIES;

E) TO MAKE BY-LAWS NOT INCONSISTENT WITH THE CONSTITUTION OR LAWS OF THE UNITED STATES OR OF THIS STATE, OR THE CORPORATION'S CHARTER, OR ARTICLES OF INCORPORATION, DETERMINING THE TIME AND PLACE OF HOLDING AND THE MANNER OF CALLING AND OF CONDUCTING MEETINGS OF ITS SHAREHOLDERS AND DIRECTORS, THE MANNER OF ELECTING ITS OFFICERS AND DIRECTORS, THE NUMBER OF DIRECTORS AND OF SHARES OF STOCK NECESSARY TO CONSTITUTE A QUORUM, WHICH NUMBER MAY BE LESS THAN A MAJORITY, AND THE METHOD OF MAKING THE DEMAND FOR PAYMENT OF SUBSCRIPTIONS TO ITS CAPITAL STOCK, AND PROVIDING FOR AN EXECUTIVE COMMITTEE TO BE ELECTED FROM AND BY THE BOARD OF DIRECTORS AND DEFINING ITS POWERS AND DUTIES, AND CONTAINING ANY OTHER PROVISIONS, WHETHER OF THE SAME OR OF A DIFFERENT NATURE, FOR THE MANAGEMENT OF THE CORPORATION'S PROPERTY AND THE REGULATION AND GOVERNMENT OF ITS AFFAIRS;

F) TO MAKE CONTRACTS, INCUR LIABILITIES, AND BORROW MONEY;

G) TO ACQUIRE, HOLD, SELL, AND TRANSFER SHARES OF ITS CAPITAL STOCK: PROVIDED, THAT NO CORPORATION SHALL USE ITS FUNDS OR PROPERTY FOR THE PURCHASE OF ITS OWN SHARES OF

CAPITAL STOCK WHEN SUCH USE WOULD CAUSE ANY IMPAIRMENT OF THE CAPITAL OF THE CORPORATION:

H) TO ACQUIRE, HOLD, SELL, USE, MANAGE, ASSIGN, MORTGAGE, PLEDGE, OR OTHERWISE DISPOSE OF WITHIN OR OUTSIDE THIS STATE ANY OTHER PROPERTY, REAL OR PERSONAL, WHICH ITS PURPOSES SHALL REQUIRE:

I) TO CONDUCT BUSINESS AND HAVE OFFICES IN THIS STATE AND ELSEWHERE: PROVIDED, HOWEVER, THAT NOTHING IN PARAGRAPH (A) TO (H) INCLUSIVE CONTAINED SHALL AUTHORIZE SAID CORPORATION TO CARRY ON THE BUSINESS OF A BANK, SAVINGS BANK, OR TRUST COMPANY.

ARTICLE III

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

No. and Street: 14 CELESTIA AVE.

City or Town: CRANSTON

State: RI

Zip: 02920

The name of its initial registered agent at such address is GARY CARLSON

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:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
INCORPORATOR	GARY STEVEN CARLSON	14 CELESTIA AVE. CRANSTON, RI 02920 USA
INCORPORATOR	BETSABE CARLSON	14 CELESTIA AVE. CRANSTON, RI 02920 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:

Signed this 22 Day of March, 2012 at 2:24:33 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.

GARY STEVEN CARLSON

BETSABE CARLSON

Form No. 100
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. RALPH MOLLIS

Secretary of State

