Filing Fee: $50.00   **ID Number:** 141897

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

BUSINESS CORPORATION

ARTICLES OF DISSOLUTION

Pursuant to the provisions of Sections 7-1.2-1308 and 7-1.2-1309 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:
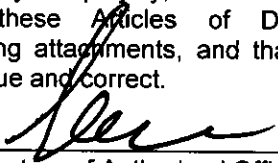
1. The name of the corporation is **FRISELLA ENGINEERING, INC.**

2. The dissolution was approved by (check one):

   ☑ consent of the shareholders pursuant to the provisions of Section 7-1.2-1302.

   or

   ☐ by an act of the corporation pursuant to the provisions of Section 7-1.2-1303.

3. All debts, obligations and liabilities of the corporation have been paid and discharged, or adequate provision has been made for the payment.

4. All remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.

5. There are no suits pending against the corporation in any court, or that adequate provision has been made for the satisfaction of any judgment, order, or decree which may be entered against it in any pending suit.

6. As required by Section 7-1.2-1309 of the General Laws, the corporation has paid all fees and franchise taxes.

7. These Articles of Dissolution 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

Under penalty of perjury, I declare and affirm that I have examined these Articles of Dissolution, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 7.24.2012

Signature of Authorized Officer of the Corporation

FILED

TERESA VANDERLINDE

Type or Print Name of Authorized Officer

JUL 31 2012

BY _Cc 175987_

11:25

Form No. 111
Revised: 12/05

UNANIMOUS CONSENT ACTION
OF SHAREHOLDERS OF
FRISELLA ENGINEERING, INC.

The undersigned, being the sole shareholder of FRISELLA ENGINEERING, INC.,

a Rhode Island close corporation, pursuant to the Corporation's By-Laws and the

General Laws of Rhode Island, Title 7, Chapter 1.2, Section 707 and Section 1701, as

amended, does hereby take the following action with the same force and effect as though

the same were adopted at a meeting of the shareholders duly called and held on
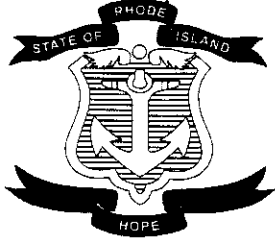
September 1, 2011:

The assets of FRISELLA ENGINEERING, INC. having been sold, and otherwise

disposed of, there being no reason to keep the corporation open, it is VOTED:

That FRISELLA ENGINEERING, INC. be dissolved, final tax returns be

completed, and Articles of Dissolution filed with the Secretary of State.

ESTATE OF JOSEPH W. FRISELLA

Teresa Vanderlinde, Sole Shareholder

14/897

STATE OF RHODE ISLAND AND
PROVIDENCE PLANTATIONS
DEPARTMENT OF ADMINISTRATION
DIVISION OF TAXATION
ONE CAPITOL HILL
PROVIDENCE, RI 02908

2012 JUL 31 AM 11:25

ROBERT L PASQUAZZI CPA
CARE OF MARKARIAN AND MEEHAN LTD CPAS
336 MAIN STREET
WAKEFIELD, RI 02879

LETTER OF GOOD STANDING

It appears from our records that **FRISELLA ENGINEERING INC** has filed all the required returns due to be filed and paid all taxes indicated thereon and is in good standing with this Division as of **07/20/2012** regarding any liability under the Rhode Island Business Corporation Tax Law.

This letter is issued pursuant to the request of the above named corporation for the purpose of:

DISSOLUTION

Very truly yours,

David M. Sullivan
Tax Administrator

Steven A. Cobb
Chief Revenue Agent
Office Audit and Discovery

FILED

JUL 3 1 2012

BY _CL 175987_

_11:25_

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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