



**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: Elmwood Avenue Realty, 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: 359 BROAD STREET  
City or Town: PROVIDENCE State: RI Zip: 02907

The name of the resident agent at such address is: TERRY A. CARRAGHER

**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:  
City or Town: State: Zip: Country:

**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:

I. A MANAGERS/OFFICERS OF THE LIMITED LIABILITY COMPANY SHALL NOT BE PERSONALLY LIABLE TO THE LIMITED LIABILITY COMPANY OR TO ITS MEMBERS FOR MONETARY DAMAGES FOR BREACH OF ANY DUTY PROVIDED FOR IN SECTION

17 OF THE RHODE ISLAND LIMITED LIABILITY COMPANY ACT, AS AMENDED (ACT), EXCEPT FOR (I) LIABILITY FOR BREACH OF THE MANAGER’S DUTY OF LOYALTY TO THE LIMITED LIABILITY COMPANY OR ITS MEMBERS, (II) LIABILITY FOR ACTS OR OMISSIONS NOT IN GOOD FAITH OR WHICH INVOLVE INTENTIONAL MISCONDUCT OR A KNOWING VIOLATION OF LAW, (III) LIABILITY IMPOSED PURSUANT TO THE PROVISIONS OF SECTION 32 OF THE ACT, OR (IV) LIABILITY FOR ANY TRANSACTION FROM WHICH THE MANAGER DERIVED AN IMPROPER PERSONAL BENEFIT, UNLESS SAID TRANSACTION WAS WITH THE INFORMED CONSENT OF THE MEMBERS OR A MAJORITY OF THE DISINTERESTED MANAGERS.

II. THE MEMBERS OF THE LIMITED LIABILITY COMPANY MAY INCLUDE PROVISIONS IN THE LIMITED LIABILITY COMPANY’S OPERATING AGREEMENT, OR THE MANAGERS MAY AUTHORIZE AGREEMENTS TO BE ENTERED INTO WITH EACH MEMBER, MANAGER, OFFICER, AGENT, OR EMPLOYEE, PAST OR PRESENT, OF THE LIMITED LIABILITY COMPANY (INDEMNIFIED PERSON), FOR THE PURPOSE OF INDEMNIFYING AN INDEMNIFIED PERSON IN THE MANNER AND TO THE EXTENT PERMITTED BY THE ACT.

III. THE MEMBERS OF THE LIMITED LIABILITY COMPANY HAVE CHOSEN TO ACT EXCLUSIVELY THROUGH ONE OR MORE MANAGERS, WHICH MAY BE DESIGNATED AS OFFICER(S): A PRESIDENT, AND ONE OR MORE VICE PRESIDENTS, A TREASURER, AND A SECRETARY.

IV. ANY MEMBER, MANAGER, OR OFFICER SHALL NOT AND DOES NOT HAVE AUTHORITY TO PERFORM ANY ACTS THAT INVOLVE THE SALE, TRANSFER, OR ASSIGNMENT OF THE ASSETS OR ANY INTERESTS OF THE LIMITED LIABILITY COMPANY WITH A VALUE OF OR MORE THAN ONE HUNDRED THOUSAND DOLLARS (\$100,000.00), OR COMMITTING OR OBLIGATING THE LIMITED LIABILITY COMPANY TO ONE HUNDRED THOUSAND DOLLARS (\$100,000.00) OR MORE, UNLESS THE MEMBER, MANAGER, OR OFFICER OBTAINS EXPRESS WRITTEN AUTHORITY BY COMPANY RESOLUTION OR CONSENT FROM THE MEMBERS ENTITLED TO VOTE OR CONSENT THEREON.

V. THE MEMBER(S) OF THE LIMITED LIABILITY COMPANY MAY ESTABLISH CLASSES OR SERIES OF MEMBERSHIP RIGHTS AND INTERESTS.

## 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	DAVID M. RYAN	359 BROAD STREET PROVIDENCE, RI 02907 USA
MANAGER	SALLY J. RYAN	359 BROAD STREET PROVIDENCE, RI 02907 USA
MANAGER	KEVIN S. RYAN	359 BROAD STREET PROVIDENCE, RI 02907 USA
MANAGER	TERRY A. CARRAGHER	359 BROAD STREET PROVIDENCE, RI 02907 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: 12/12/2012

*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 12 Day of December, 2012 at 3:12:23 PM by the Authorized Person.**

WYATT A. BROCHU, ESQ.

**Address of Authorized Signer:**

RUGGIERO BROCHU  
20 CENTERVILLE ROAD  
WARWICK, RI 02886

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*

