



**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 They're Using Tools, Inc.

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	100.00

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:

**ARTICLE III**

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

No. and Street: 10 GLENDALE AVENUE  
City or Town: PROVIDENCE State: RI Zip: 02906

The name of its initial registered agent at such address is MELINDA RAINSBERGER

**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:

THEY'RE USING TOOLS, INC.

ARTICLES OF INCORPORATION

ARTICLE FIFTH

EACH OF THE HOLDERS OF THE ISSUED AND OUTSTANDING SHARES OF COMMON STOCK OF THE CORPORATION SHALL HAVE THE RIGHT TO SUBSCRIBE FOR ANY NEW CAPITAL STOCK, WHETHER OF A CLASS NOW EXISTING OR HEREAFTER CREATED, OR FOR ANY SECURITIES CONVERTIBLE INTO CAPITAL STOCK HEREAFTER ISSUED BY THE CORPORATION IN PROPORTION TO THEIR RESPECTIVE HOLDINGS OF STOCK AT THE TIME OF SUCH ISSUE.

THE CORPORATION SHALL HAVE THE RIGHT, IN CASE OF THE SALE OF SHARES OF STOCK OF ANY STOCKHOLDER, TO PURCHASE SAID SHARES AT THE LOWEST PRICE AT WHICH SUCH STOCKHOLDER IS WILLING TO SELL SAID SHARES BEFORE THE SAME SHALL BE SOLD BY HIM TO ANY OTHER PARTY; PROVIDED, HOWEVER, THAT THE CORPORATION SHALL EXERCISE ITS RIGHT TO PURCHASE HEREUNDER WITHIN THIRTY (30) DAYS AFTER SUCH STOCKHOLDER SHALL HAVE NOTIFIED THE CORPORATION IN WRITING OF HIS DESIRE TO SELL SAID SHARE AND THE PRICE AT WHICH HE IS WILLING TO SELL THE SAME, AND IF THE CORPORATION SHALL DECIDE TO PURCHASE SAID SHARES, SUCH STOCKHOLDER, SHALL, UPON TENDER OF THE PURCHASE PRICE THEREOF, TRANSFER TO THE CORPORATION SAID SHARES SO SOLD, AND IF THE CORPORATION SHALL NOT ELECT TO PURCHASE SAID SHARES WITHIN SAID THIRTY (30) DAY PERIOD, THEN SUCH STOCKHOLDER MAY, AT ANY TIME WITHIN THIRTY (30) DAYS AFTER THE EXPIRATION OF SAID THIRTY (30) DAY PERIOD, SELL SAID SHARES TO ANY OTHER PARTY BUT AT NOT LESS THAN THE PRICE AT WHICH THE SAME WERE OFFERED TO THE CORPORATION.

**ARTICLE VI**

The name and address of the each incorporator is:

<b>Title</b>	<b>Individual Name</b> First, Middle, Last, Suffix	<b>Address</b> Address, City or Town, State, Zip Code, Country
INCORPORATOR	RICHARD STREITFELD	1604 BROAD STREET CRANSTON, RI 02905 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: 01/01/2013

**Signed this 17 Day of December, 2012 at 12:12:26 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.*

RICHARD STREITFELD

Form No. 100  
Revised 09/07

© 2007 - 2012 State of Rhode Island and Providence Plantations  
All Rights Reserved



# 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*

