



**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 Peace of Mind Property Management and Real Estate, 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	\$0.0100	10,000.00

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: 968 ELM STREET
City or Town: WOONSOCKET State: RI Zip: 02895

The name of its initial registered agent at such address is STACY CORRIGAN

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:

1. NO SHAREHOLDER SHALL DISPOSE OF ALL OR ANY PART OF THEIR STOCK OF THE CORPORATION, NOW OWNED OR HEREAFTER ACQUIRED, WITHOUT FIRST GIVING TO THE CORPORATION WRITTEN NOTICE OF THEIR INTENT TO TRANSFER. SUCH NOTICE SHALL INCLUDE THE NAME OF THE SHAREHOLDER INTENDING TRANSFER (THE "TRANSFEROR"), THE TERMS OF THE INTENDED TRANSFER, IDENTIFY THE STOCK TO BE TRANSFERRED (THE "STOCK"), THE PRICE (THE "PURCHASE PRICE") AND THE INTENDED TRANSFEREE AND SHALL BE CONVEYED BY CERTIFIED MAIL, RETURN RECEIPT REQUESTED TO THE BUSINESS ADDRESS OF THE CORPORATION. SAID NOTICE SHALL BE DEEMED EFFECTIVE UPON ITS RECEIPT BY THE CORPORATION. WITHIN THIRTY (30) DAYS AFTER SUCH NOTICE, THE CORPORATION SHALL ELECT WHETHER TO PURCHASE THE STOCK. ALSO WITHIN SUCH THIRTY (30) DAYS, THE CORPORATION SHALL NOTIFY THE TRANSFEROR IN WRITING WHETHER THE CORPORATION HAS MADE SUCH AN ELECTION. IF THE CORPORATION ELECTS TO PURCHASE THE STOCK, THE CORPORATION AND THE TRANSFEROR SHALL AGREE UPON A CLOSING DATE WITHIN SIXTY (60) DAYS OF WHEN THE CORPORATION NOTIFIED THE TRANSFEROR OF ITS ELECTION TO PURCHASE THE STOCK AT WHICH TIME THE CORPORATION SHALL TENDER CASH OR A BANK CHECK FOR THE PURCHASE PRICE AND THE TRANSFEROR SHALL TENDER ANY DOCUMENTS NECESSARY TO CONVEY THE STOCK TO THE CORPORATION.

2. IF ALL OR ANY PART OF THE STOCK IS NOT PURCHASED BY THE CORPORATION ACCORDING TO THE TERMS OF SECTION 1 OF THIS ARTICLE 5 ABOVE, OR ACCORDING TO ANY OTHER TERMS UPON WHICH THE TRANSFEROR AND THE CORPORATION MAY AGREE IN WRITING, THE TRANSFEROR MAY FREELY TRANSFER THE STOCK, THE STOCK NO LONGER CONTAINING ANY TRANSFER RESTRICTIONS; PROVIDED HOWEVER, THAT ANY SUCH TRANSFER MUST OCCUR WITHIN 90 DAYS FOLLOWING THE EFFECTIVE DATE OF THE NOTICE BY THE TRANSFEROR TO THE CORPORATION.

ARTICLE VI

The name and address of the each incorporator is:

Title	Individual Name	Address
	First, Middle, Last, Suffix	Address, City or Town, State, Zip Code, Country
INCORPORATOR	ANDREW G NAULT ESQ	1334 MENDON ROAD CUMBERLAND, RI 02864 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: 01/02/2013

Signed this 21 Day of December, 2012 at 3:34:28 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.*

ANDREW G NAULT ESQ

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 handwritten signature in black ink that reads "A. Ralph Mollis".

A. RALPH MOLLIS

Secretary of State

