

Filing and License Fee: \$230.00 minimum

ID Number: _____



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

2013 AUG -9 AM 9:03
SECRETARY OF STATE
CORPORATIONS DIV

PROFESSIONAL SERVICE CORPORATION

ARTICLES OF INCORPORATION

The undersigned acting as incorporator(s) of a professional service corporation under Chapters 7-5.1 and 7-1.2 of the General Laws of Rhode Island, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is New Economy CPA Corp.

(This is a close corporation pursuant to § 7-1.2-1701 of the General Laws, 1956, as amended.) (Strike if inapplicable.)

2. The profession to be practiced through the professional service corporation is Accounting services

3. The total number of shares which the corporation has authority to issue is:

(a) If only one class: Total number of shares 10,000 shares of common stock, \$0.01 par value

or

(b) If more than one class: Total number of shares of each class _____

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:

4. The address of the initial registered office of the corporation is 180 South Main Street

(Street Address, not P.O. Box)

Providence

(City/Town)

, RI 02903

(Zip Code)

and the name of its initial registered agent

at such address is Theodore B. Howell, Esq.

(Name of Agent)

5. The corporation shall have perpetual existence until dissolved or terminated in accordance with Chapter 7-1.2.

6. Unless otherwise stated all authorized shares are deemed to have a nominal or par value of \$0.01 per share.

FILED

AUG 09 2013

By 49-203492

A. A. 9:03 A.m.

- See Exhibit A attached hereto and incorporated herein.**

[illegible]

- | <u>Name</u> | <u>Address</u> |
|--------------------------|---|
| Theodore B. Howell, Esq. | 180 South Main Street, Providence, RI 02903 |

[illegible]

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

Date: 8/7/13

examined these Articles of Incorporation, in
accompanying attachments, and that all statements
herein are true and correct.

Signature of each Incorporator

EXHIBIT A

1. The corporation is a professional service corporation acting pursuant to the authority contained in Chapter 7-5.1 of the Professional Service Corporation Law.

2. No director shall have personal liability to the corporation or to its shareholders for monetary damages for breach of such director's duty as a director provided that this provision shall not eliminate or limit the liability of such director: (i) for any breach of the director's duty of loyalty to the corporation or to its shareholders; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) under Section 7-1.2-811 of the Rhode Island Business Corporation Act; or (iv) for any transaction from which the director derived an improper personal benefit (unless such transaction is permitted by Section 7-1.2-807 of the Rhode Island Business Corporation Act).

3. The corporation may provide, either in the corporation's bylaws or by contract, for the indemnification of directors, officers, employees and agents, by whomever elected or appointed, to the full extent presently permitted by law; provided, however, that if the applicable law is hereafter modified to permit indemnification in situations where it was not theretofor permitted, then such indemnifications may be permitted to the full extent permitted by such law

4. Any action required or permitted to be taken at a meeting of shareholders may be taken without a meeting if all the shareholders entitled to vote on the action consent to the action in writing.

5. The stock of the corporation is subject to transfer restrictions contained in its bylaws and copies thereof are on file at the registered office of the corporation. Certificates of stock of the corporation are transferable only upon compliance with the provisions of said transfer restrictions.



PHILADELPHIA
INSURANCE COMPANIES

A Member of the Tokio Marine Group

One Bala Plaza, Suite 100
Bala Cynwyd, Pennsylvania 19004
610.617.7900 Fax 610.617.7940
PHLY.com

PROPOSAL FOR INSURANCE

Quotation Number: 7288111

Proposal Date: 08/06/2013

Named Insured and Mailing Address:

New Economy CPA
PO Box 461
84 Kenson Dr
E Greenwich, RI 02818-0461

Producer: 21103

Starkweather & Shepley Insurance Brokers
PO Box 549
Providence, RI 02901

Contact: Jay M. Frechette

Phone: (401)435-3600

Fax: (401)431-9310

Insurer: Philadelphia Indemnity Insurance Company

Policy Period From: 08/09/2013

To: 08/09/2014

Proposal Valid Until: 08/09/2013

at 12:01 A.M. Standard Time at your mailing address shown above.

Product: Accountants

Production Underwriter: Rider, Ian M.

Production Underwriter Phone: (888) 292-3881

Underwriter: Fenaroli, Evan C.

Underwriter Phone: (610) 617-6710

Submission Type: New Business

IN RETURN FOR THE PAYMENT OF THE PREMIUM, AND SUBJECT TO ALL THE TERMS OF THIS POLICY,
WE AGREE WITH YOU TO EXTEND INSURANCE AS STATED IN THIS PROPOSAL.

THIS PROPOSAL CONSISTS OF THE FOLLOWING COVERAGE PARTS FOR WHICH A PREMIUM IS
INDICATED. THIS PREMIUM MAY BE SUBJECT TO ADJUSTMENT.

	PREMIUM
Accountants	\$ 1,040.00

TOTAL \$ 1,040.00

The premium shown is subject to the following terms and conditions:

Any taxes, fees or surcharges included in the total premium shown on the proposal
are not subject to installment billing.

THIS IS A NON-BINDING PREMIUM INDICATION ONLY. Quote is subject to change based on
the receipt and review of the following prior to finalizing terms and binding:

- 1) Please complete the Audit Engagements Supplement (information provided should
be applicable to the types of audits the applicant is anticipating to provide).
- 2) Please provide a resume of all CPAs on staff.
- 3) Application must be signed/dated no earlier than 30 days prior to the renewal
date.



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Bala Cynwyd, Pennsylvania 19004
610.617.7900 Fax 610.617.7940
PHLY.com

Proposal Date: 08/06/2013
Quotation Number: 7288111

Named Insured: New Economy CPA

SPECIALTY LINES

Total: \$ 1,040.00

ACCOUNTANTS

PREMIUM
\$ 1,040.00

Per Claim/Annual Aggregate Limit: \$ 1,000,000/1,000,000
Per Claim Deductible: \$ 2,500

Retroactive Date: 08/09/2013



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

