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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
www.sos.ri.gov

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SECRETARY OF STATE
CORPORATIONS DIV

BUSINESS CORPORATION

ARTICLES OF INCORPORATION

The undersigned acting as incorporator(s) of a corporation under Chapter 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 BREO, Inc.

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

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

(a) *If only one class:* Total number of shares 1000

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:

3. The address of the initial registered office of the corporation is:

459 Log Road

(Street Address, not P.O. Box)

Smithfield

(City/Town)

, RI 02917

(Zip Code)

and the name of its initial registered agent at

such address is Bruce E. Hamlin

(Name of Agent)

4. 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.
5. Unless otherwise stated all authorized shares are deemed to have a nominal or par value of \$0.01 per share.

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By 247086

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6. Additional provisions, if any, not inconsistent with Chapter 7-1.2 which the incorporators elect to have set forth in these Articles of Incorporation:

Any Stockholder, including the heirs, assigns, executors or administrators of a deceased stockholder
desiring to sell or transfer such stock owned by him or them, shall first offer it to the
corporation through the Board of Directors, in the following manner: He shall notify the directors
of his desire to sell or transfer by notice in writing, which notice shall contain the price at
which he is willing to sell or transfer and the name of one arbitrator. The directors shall within
thirty (30) days thereafter either accept the offer, or by notice to him in writing, name a second
arbitrator, and the two named arbitrators shall name a third arbitrator. It shall then be the duty
of the arbitrators to ascertain the value of the stock, and if any arbitrator shall neglect or
refuse to appear at any meeting appointed by the arbitrators, a majority may act in the absence
of such arbitrator. After the acceptance of the offer, or the report of the arbitrators as to the
value of the stock, the directors shall have thirty (30) days within which to purchase the same
at such valuation, but if at the expiration of thirty (30) days, the corporation shall not have
exercised the right to so purchase, the owner of the stock shall be at liberty to dispose of the
same in any manner he may see fit. No share of stock shall be sold or transferred until these
provisions have been complied with, but the Board of Directors may in any particular
7. The name and address of each incorporator is: instance waive these requirements.

<u>Name</u>	<u>Address</u>
<u>Bruce E. Hamlin</u>	<u>495 Log Road, Smithfield, RI 02917</u>
<u>Leo E. MacDonald</u>	<u>495 Log Road, Smithfield, RI 02917</u>
<u> </u>	<u> </u>

8. 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 _____

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: 4-7-15

Leo E. MacDonald Pres.
 V.P.

Signature of each Incorporator



State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, 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:

Nellie M. Gorbea
Secretary of State

