



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 KAM Enterprises 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	1,000.00
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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:

AND ANY AND ALL OTHER THINGS FOR WHICH CORPORATIONS ARE LEGALLY ENTITLED TO PERFORM.

ARTICLE III

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

No. and Street: 2 WILLIAMS ST

City or Town: PROVIDENCE

State: RI

Zip: 02903

The name of its initial registered agent at such address is TROY COSTA, @ URSILLO, TEITZ & RICH, LTD

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:

THE CAPITAL STOCK OF THIS CORPORATION SHALL BE ISSUED, HELD, OWED AND TRANSFERRED SUBJECT TO THE FOLLOWING TERMS, CONDITIONS AND OPERATIONS: (1) THE HOLDER OF THE STOCK DESIRING TO SELL, TRANSFER OR OTHERWISE DISPOSE OF THE SAME WITHOUT FIRST OFFERING TO SELL THE SAME TO THE CORPORATION, AND IF THE CORPORATION FAILS TO NOTIFY THE HOLDER OF ITS ELECTION TO BUY ALL THE STOCK SO OFFERED WITHIN SECONDLY, OFFERING TO SELL THE SAME OR SO MUCH THEREOF AS THE CORPORATION HAS NOT AGREED TO PURCHASE, TO THE OTHER STOCKHOLDERS. (2) OFFERS TO SELL SHALL BE IN WRITING AND SHALL STATE THE NUMBER OF SHARES TO BE SOLD AND THE PRICE AT WHICH THE HOLDER IS WILLING TO SELL AND THE NAME AND ADDRESS OF THE PROPOSED TRANSFEREE IF SALE OR TRANSFER TO SOME PARTICULAR PERSON IS DESIRED, AND ANY EXECUTOR, ADMINISTRATOR, TRUSTEE IN BANKRUPTCY, ASSIGNEE IN INSOLVENCY, RECIEVER OR ANY OTHER PERSON WHO SHALL ACQUIRE ANY SUCH STOCK UNDER ANY ORDER OF THE COURT OR LEGAL PROCESS OR BY OPERATION OF LAW OTHER THAN BY ISSUE OR SALE BY THIS CORPORATION OR BY TRANSFER UNDER THESE PROVISIONS, SHALL IMMEDIATELY UPON BECOMING THE HOLDER OF SUCH STOCK, NOTIFY THE CORPORATION OF SUCH FACT AND OFFER TO SELL SUCH STOCK, IN ACCORDANCE WITH THESE PROVISIONS, NOTHING HEREIN CONTAINED SHALL LIMIT THE RIGHT OF THE STOCK HOLDERS TO DISPOSE OF THE STOCK BY A TESTAMENTARY DOCUMENT OR AFFECT THE TRANSFER OF OWNERSHIP OF THE STOCK FROM THE DECEDENT'S STOCKHOLDERS TO HIS HEIRS-AT-LAW OR NEXT OF KIN UNDER THE PROVISIONS OF THE STATUES OF THE DESCENT AND INHERITANCE, NO OFFER TO SELL TO THE OTHER STOCKHOLDERS SHALL BE CONSIDERED VALIDLY GIVEN UNTIL THE CORPORATION HAS NOTIFIED THE HOLDER OF ITS ELECTION TO EXERCISE OR REJECT ITS OPTION OR UNTIL THE EXPIRATION OF THE NINETY-DAY PERIOD, WHICHEVER FIRST OCCURS. (3) NOTICE OF THE ELECTION TO PURCHASE ALL OR ANY PART OF THIS STOCK SO OFFERED MUST BE GIVEN WITHIN NINETY DAYS AFTER THE RECEIPT OF THE OFFER TO SELL AND SUCH NOTICE MUST SPECIFY A TIME WITHIN NINETY DAYS AFTER THE RECEIPT OF THE OFFER TO SELL AND SUCH NOTICE MUST SPECIFY A TIME WITHIN THIRTY DAYS OF THE DATE OF SUCH NOTICE AND THE PLACE WHERE THE PERSON TO WHOM SUCH A HOLDER MAY PRESENT THE STOCK FOR SURRENDER AND CANCELLATION AND RECEIVE PAYMENT THEREFORE. (4) UNLESS A PURCHASE PRICE BE AGREED UPON WITHIN TEN DAYS OF THE GIVING OF SUCH NOTICE, THE STOCK SHALL BE BOUGHT AND SOLD AT ITS FAIR MARKET VALUE AS OF THE DATE OFFERED TO SELL IS MADE AS DETERMINED BY THE ACCOUNTANT EMPLOYED BY THE CORPORATION AT THE TIME SAID OFFER IS MADE. IF THERE BE NO ACCOUNTANT SO EMPLOYED BY THE CORPORATION AT THE TIME SAID OFFER IS MADE, THEN THE DETERMINATION AT THE TIME SAID OFFER IS MADE, THEN THE DETERMINATION SHALL BE MADE AS AFORESAID BY AN INDEPENDENT ACCOUNTANT AGREED UPON BY THE PARTIES OR IF THEY FAIL TO AGREE BY AN INDEPENDENT ACCOUNTANT APPOINTED BY A RHODE ISLAND COURT HAVING JURISDICTION OVER SUCH MATTERS. (5) IF THE STOCKHOLDERS ELECT TO PURCHASE MORE SHARES FOR THE NUMBER OFFERED FOR SALE, THEY SHALL BE ENTITLED TO PURCHASE AND RECEIVE A PRO RATE PROPORTION OF THE STOCK OFFERED FOR SALE BASED ON THEIR RESPECTIVE HOLDINGS AT THE TIME SUCH OFFER IS MADE. (6) A PLEDGE OR HYPOTHECATED SHALL BE MADE BY THE CORPORATION ON ITS BOOKS UNLESS A FORECLOSURE THEREOF, AND THEN SUCH TRANSFER SHALL BE SUBJECT TO THE FOREGOING PROVISIONS. (7) THE CORPORATION SHALL HAVE THE RIGHT TO REFUSE TO ANY PERSON WHO SHALL ACQUIRE ANY STOCK OTHERWISE THAN BY ISSUE OR SALE BY THE CORPORATION OR BY TRANSFER UNDER THIS PROVISION THE RIGHT TO A VOTE OR THE RIGHT TO ENJOY ANY PRIVILEGE OF A STOCKHOLDER, AND SHALL HAVE THE RIGHT TO REFUSE TO DECLARE OR PAY ANY DIVIDEND ON SUCH STOCK. THE CORPORATION SHALL NOT DECLARE OR PAY A DIVIDEND ON ANY SUCH STOCK RETAINED BY ANY STOCKHOLDER AFTER TENDER OF

THE VALUE THEREOF; AS PROVIDED ABOVE, AND SUCH PRIVILEGES OF A STOCKHOLDER. THE FOREGOING PROVISIONS OF THE ARTICLE V MAY BE WAIVED BY THE UNANIMOUS VOTE OF THE STOCKHOLDERS.

PRIOR TO THE ISSUANCE OF ANY STOCK OF THIS CORPORATION, AND UNTIL OFFICERS AND/OR DIRECTORS HAVE BEEN ELECTED, THE INCORPORATORS MAY AMENED THE ARTICLES OF INCORPORATION BY THE UNANIMOUS VOTE OF SAID INCORPORATORS EITHER BY ADDITION TO ITS CORPORATE POWERS AND PURPOSES, OR BY DIMINUTION THEREOF; OR BY SUBSTITUTING OTHER POWERS AND PURPOSES, IN WHOLE OR IN PART, FOR THOSE SET FORTH IN THE ARTICLES OF ASSOCIATION; OR B Y CHANGING ITS CORPORATE NAME; OR BY INCREASING OR DECREASING ITS AUTHORIZED CAPITAL STOCK, OR ANY CLASS THEREOF; OR BY CHANGING THE NUMBER AND PAR VALUE OF THE SHARES OF ITS CAPITAL STOCK OR OF ANY CLASS THEREOF; OR BY CREATING NEW CLASSES OF STOCK; OR BY OTHERWISE CHANGING THE KINDS, CLASSES AND VOTING POWERS OF ITS CAPITAL STOCK; OR BY MAKING ANY OTHER CHANGES OR ALTERATIONS IN ITS ARTICLES OF ASSOCIATIONS; PROVIDED, THAT NO SUCH AMENDMENT, CHANGES OR ALTERATION SHALL CONTAIN ANY PROVISION WHICH COULD NOT LAWFULLY BE CONTAINED IN ITS ORIGINAL ARTICLES OF INCORPORATION UNDER THE GENERAL LAWS OF RHODE FILED AT THE TIME OF THE FILING SUCH AMENDMENT; AND PROVIDED, FURTHER, THAT NO SUCH AMENDMENT. CHANGE OR ALTERATION SHALL SHORTEN THE PERIOD OF DURATION OF SUCH 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	KEVIN ANDREW MOHAMED	34 LINCOLN, RI 02865 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:

Signed this 22 Day of September, 2015 at 10:13:11 AM 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.*

KEVIN ANDREW MOHAMED



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:

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive, written in a professional style.

Nellie M. Gorbea
Secretary of State

