



**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 Atelier Newport Ltd.

☒ 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

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: 111 AIRPORT ROAD
SUITE 1

City or Town: WARWICK

State: RI

Zip: 02889

The name of its initial registered agent at such address is MICHAEL K. ROBINSON, ESQ.

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. THERE SHALL BE NO BOARD OF DIRECTORS OF THIS CORPORATION AND ANY AND ALL OF THE POWERS NORMALLY IN A BOARD OF DIRECTORS SHALL BE VESTED IN THE STOCKHOLDERS OF SAID CORPORATION.

2. EXCEPT FOR THOSE ACTIONS EXCLUDED BY THE PROVISIONS OF THE RHODE ISLAND BUSINESS CORPORATION ACT, ANY ACTION REQUIRED OR PERMITTED TO BE TAKEN AT A MEETING OF STOCKHOLDERS MAY BE TAKEN WITHOUT A MEETING UPON THE WRITTEN CONSENT OF LESS THAN ALL THE STOCKHOLDERS ENTITLED TO VOTE THEREON IF THE STOCKHOLDERS WHO SO CONSENT WOULD BE ENTITLED TO CAST AT LEAST THE MINIMUM NUMBER OF VOTES WHICH WOULD BE REQUIRED TO TAKE SUCH ACTION AT A MEETING AT WHICH ALL STOCKHOLDERS ENTITLED TO VOTE THEREON WERE PRESENT. IN THE EVENT OF SUCH WRITTEN ACTION, PROMPT NOTICE OF SUCH ACTION SHALL BE GIVEN TO ALL STOCKHOLDERS WHO WOULD HAVE BEEN ENTITLED TO VOTE UPON THE ACTION IF SUCH MEETING WERE HELD.

3. THE STOCK OF THE CORPORATION IS SUBJECT TO TRANSFER RESTRICTIONS AS SET FORTH IN THE BY-LAWS OF SAID CORPORATION AND CERTIFICATES OF STOCK OF THE CORPORATION SHALL NOT BE TRANSFERRED OR SOLD UNLESS THERE IS COMPLIANCE WITH THE PROVISIONS OF SAID TRANSFER RESTRICTIONS.

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	MICHAEL K ROBINSON	111 AIRPORT ROAD, SUITE 1 WARWICK, RI 02889 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 5 Day of January, 2016 at 3:09:24 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.*

MICHAEL K ROBINSON

Form No. 100
Revised 09/07



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

