

Filing Fee: \$150.00

ID Number: 136401



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

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SECRETARY OF STATE  
CORPORATIONS DIVISION  
DEC 4 11 26 AM '03

**BUSINESS CORPORATION**

**ORIGINAL ARTICLES OF INCORPORATION**

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is PIRES AND SON INC.

(This is a close corporation pursuant to § 7-1.1-51 of the General Laws, 1956, as amended) (strike if inapplicable)

2. The period of its duration is (if perpetual, so state) Perpetual

3. The specific purpose or purposes for which the corporation is organized are:  
Act as a General Contractor, and for all purposes necessary for, or incidental to acting as a General Contractor and  
and for all other purposes for which corporations may be organized for the State of Rhode Island,

4. The aggregate number of shares which the corporation has authority to issue is:  
(a) If only one class: Total number of shares 4000 (if the authorized shares are to consist of one class only, state the par value of such shares or a statement that all of such shares are to be without par value.):

No par value common stock

or

(b) If more than one class: Total number of shares \_\_\_\_\_ (State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of Chapter 7-1.1 of the General Laws in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or vote of shareholders of that may be desired but which shall not be fixed by the articles.);

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5. Provisions (if any) dealing with the preemptive right of shareholders pursuant to § 7-1.1-24 of the General Laws, 1956, as amended:

Shareholders shall have a pre emptive right to acquire treasury shares and shares to be issued other than for consideration

6. Provisions (if any) for the regulation of the internal affairs of the corporation:

As set forth in the by laws.

7. The address of the initial registered office of the corporation is 31 America's Cup Avenue

(Street)

Newport, RI 02840 and the name of its initial registered agent at such address is

(City/Town)

(Zip Code)

Patrick O'N. Hayes, Jr., Esq.

8. The number of directors constituting the initial board of directors of the corporation is one and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are: (If this is a close corporation pursuant to Section 7-1.1-51 of the General Laws, 1956, as amended, and there shall be no board of directors, state the titles of the initial officers of the corporation and the names and addresses of the persons who are to serve as officers until the first annual meeting of shareholders or until their successors be elected and

<i>Title</i>	<i>Name</i>	<i>Address</i>
<u>Director</u>	<u>Fulvio Pires</u>	<u>33 Prince Henry Avenue, Portsmouth, RI 02871</u>
<u>                    </u>	<u>                    </u>	<u>                    </u>
<u>                    </u>	<u>                    </u>	<u>                    </u>
<u>                    </u>	<u>                    </u>	<u>                    </u>

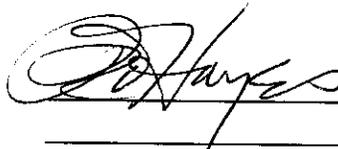
9. The name and address of each incorporator is:

<i>Name</i>	<i>Address</i>
<u>Patrick O'N. Hayes, Jr., Esq.</u>	<u>31 America's Cup Avenue, Newport RI 02840</u>
<u>                    </u>	<u>                    </u>
<u>                    </u>	<u>                    </u>

10. Date when corporate existence to begin: Upon filing

(not more than 30 days after filing of these articles of incorporation)

Dated December 3<sup>rd</sup>, 2003



Signature of each Incorporator

STATE OF RHODE ISLAND  
COUNTY OF NEWPORT

In Newport, Rhode Island, on this 3<sup>rd</sup> day of December, 2003, personally appeared before me Patrick O'N. Hayes, Jr.

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

Victoria L. Clark  
Notary Public  
My Commission Expires: 10/30/07