



**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 RJR Fisheries, 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

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:

ANY ACTION--EXCEPTING ACTIONS PURSUANT TO SECTION 7-1.1-67, 7-1.1-70.1, OR 7-1.1-72 OF THE RHODE ISLAND GENERAL LAWS--REQUIRED OR PERMITTED TO BE TAKEN AT A MEETING OF SHAREHOLDERS MAY BE TAKEN WITHOUT A MEETING, WITHOUT PRIOR NOTICE, AND WITHOUT A VOTE IF CONSENTED TO IN WRITING BY THE HOLDERS OF OUTSTANDING SHARES HAVING AT LEAST THE MINIMUM NUMBER OF VOTES NECESSARY TO AUTHORIZE OR RATIFY SUCH ACTION IF TAKEN AT A MEETING AT WHICH ALL SHARES ENTITLED TO VOTE WERE PRESENT AND VOTED. PROMPT NOTICE OF SUCH ACTIONS SHALL BE GIVEN TO ALL SHAREHOLDERS WHO WOULD HAVE BEEN ENTITLED TO VOTE UPON SUCH ACTION IF A MEETING OF SHAREHOLDERS WERE PRESENT.

THE CORPORATION MAY BE DISSOLVED AT ANY TIME UPON AN AFFIRMATIVE VOTE OF THE HOLDERS OF 50 PERCENT OR MORE OF THE SHARES OF THE CORPORATION.

THE SALE, TRANSFER OR OTHER DISPOSITION OF SHARES IN THE CORPORATION IS RESTRICTED IN ACCORDANCE WITH THE PROVISIONS OF THE BY-LAWS OF THE CORPORATION.

ARTICLE III

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

No. and Street: 133 OLD TOWER HILL RD
SUITE 1
City or Town: WAKEFIELD State: RI Zip: 02879

The name of its initial registered agent at such address is JOHN F. KENYON

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:

5. FIRST RIGHT OF REFUSAL.

THIS CORPORATION SHALL HAVE THE RIGHT, IN CASE OF THE SALE OF STOCK BY A STOCKHOLDER, TO PURCHASE SAID STOCK AT THE LOWEST PRICE AT WHICH SAID

STOCKHOLDER IS WILLING TO SELL BEFORE THE SAME SHALL BE SOLD BY HIM TO ANY OTHER PARTY; PROVIDED, HOWEVER, THAT SAID CORPORATION SHALL EXERCISE ITS RIGHT TO PURCHASE WITHIN THIRTY (30) DAYS AFTER THE STOCKHOLDER SHALL HAVE NOTIFIED IT IN WRITING OF HIS DESIRE TO SELL SAID SHARES AND THE PRICE AT WHICH HE WILL SELL, AND IF THE CORPORATION SHALL DECIDE TO PURCHASE SAID SHARES, SUCH STOCKHOLDER SHALL, UPON THE TENDER OF THE PRICE THEREOF, TRANSFER TO THE CORPORATION HIS SHARES SO SOLD, AND IF THE CORPORATION SHALL NOT ELECT TO PURCHASE SAID SHARES WITHIN THIRTY (30) DAYS, THEN SUCH STOCKHOLDER MAY, AT ANY TIME WITHIN THIRTY (30) DAYS AFTER THE EXPIRATION OF SAID THIRTY (30) DAYS, SELL SAID SHARES TO ANY OTHER PARTY, BUT AT NOT LESS THAN THE PRICE AT WHICH THE SAME WAS OFFERED TO THIS 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	PETER A REPOSA	50 SUNSET AVENUE NARRAGANSETT, RI 02882 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 27 Day of July, 2016 at 12:56:08 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.

PETER A REPOSA

Form No. 100
Revised 09/07

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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

