



State of Rhode Island and Providence Plantations
Department of State - Business Services Division

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2016 OCT 21 AM 9:12

Articles of Organization

DOMESTIC Limited Liability Company

→ Filing Fee: \$150.00

Pursuant to the provisions of RIGL 7-16, the following Articles of Organization are adopted for the limited liability company to be organized hereby:

1. The name of the limited liability company is: Masini Meat Processes Consultant Services, LLC		
2. The name and address of the initial resident agent/office in Rhode Island is:		
Name Adler Pollock & Sheehan P.C.		
Street Address (NOT a P.O. Box) 1 Citizens Plaza, 8th Floor		
City/Town Providence	State RHODE ISLAND	Zip Code 02903
3. Under the terms of these Articles of Organization and any written operating agreement made or intended to be made, the limited liability company is intended to be treated for purposes of federal income taxation as (check ONE box): <input type="checkbox"/> partnership or <input type="checkbox"/> a corporation or <input checked="" type="checkbox"/> disregarded as an entity separate from its member		
4. The address of the principal office of the limited liability company if it is determined at the time of organization:		
Street Address 180 Davis Drive		
City/Town Pascoag	State Rhode Island	Zip Code 02859
5. The limited liability company has the purpose of engaging in any lawful business, and shall have perpetual existence until dissolved or terminated in accordance with RIGL 7-16, unless a more limited purpose or duration is set forth in Section 6 of these Articles of Organization.		

MAIL TO:

Division of Business Services
148 W. River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040
Website: www.sos.ri.gov

FILED

OCT 21 2016

By C. 12520838

A. A. 9:12 A.M.

6. Additional provisions, if any, not inconsistent with law, which the member(s) elect to have set forth in these Articles of Organization, including, but not limited to, any limitation of the purpose(s) or duration for which the limited liability company is formed, and any other provision which may be included in an operating agreement:

See Exhibit A.

Check this box to indicate attachment. ☒

7. The Limited Liability Company is to be managed by:

You MUST check one box:

- ☐ Its member(s) (If you have checked this box, skip to Section 8. Do not fill out the chart below.)
- ☒ One (1) or more manager(s) (If the limited liability company has manager(s) at the time of the filing of these Articles of Organization, state the name and address of each manager below.)

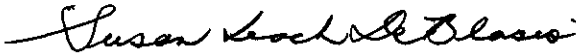
MANAGER	ADDRESS
Maurizio Masini	180 Davis Drive, Pascoag, Rhode Island 02859

8. Date when these Articles of Organization will be effective: **CHECK ONLY ONE BOX**

☒ Date received (Upon filing)

☐ Later effective date (Date must be no more than 30 days from the day of filing) _____

Under penalty of perjury, I declare and affirm that I have examined these Articles of Organization, including any accompanying attachments, and that all statements contained herein are true and correct.

Name of Authorized Person		Address	
Susan Leach DeBlasio, Esquire		1 Citizens Plaza, 8th Floor	
City/Town	State	Zip Code	
Providence	Rhode Island	02903	
Signature of Authorized Person			Date
			October 21, 2016

MASINI MEAT PROCESSES CONSULTANT SERVICES, LLC

Articles of Organization

Exhibit A

6. Additional provisions, if any, not inconsistent with law, which the members elect to have set forth in these Articles of Organization, including, but not limited to, any limitation of the purposes or duration for which the limited liability company is formed, and any other provision which may be included in an operating agreement:
- 6.1 The limited liability company may be governed by an operating agreement which may be amended from time to time by the members.
 - 6.2 A manager of the limited liability company, if there be any, or a member acting in the capacity of a manager (in either case, a "manager"), shall not be personally liable to the limited liability company or to its members, for monetary damages for breach of any duty provided for in Section 17 of the Rhode Island Limited Liability Company Act, as amended from time to time (the "Act"), except for liability of a manager for:
 - (1) breach of the manager's duty of loyalty to the limited liability company or its members;
 - (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law;
 - (3) the liability imposed pursuant to the provisions of Section 32 of the Act relating to wrongful distributions; or
 - (4) any transaction from which the manager derived an improper personal benefit, unless said transaction was with the informed consent of the members of a majority of the disinterested managers.
 - 6.3 The limited liability company shall indemnify any member, manager, agent or employee, past or present, of the limited liability company (an "Indemnified Person") to the full extent

permissible pursuant to Section 4(k) of the Act; provided, however, that the limited liability company shall not indemnify any Indemnified Person for:

- (1) breach of the Indemnified Person's duty of loyalty to the limited liability company or its members;
- (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law;
- (3) the liability imposed pursuant to the provisions of Section 32 of the Act relating to wrongful distributions; or
- (4) any transaction from which the Indemnified Person derived an improper personal benefit, unless said transaction was with the consent of the members of a majority of the disinterested managers.