



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**  
**Office of the Secretary of State - Division of Business Services**

148 W. River Street, Providence, Rhode Island 02904-2615

Phone: (401) 222-3040 ~ Email: corporations@sos.ri.gov ~ Website: www.sos.ri.gov

2016 OCT 24 PM 4:15

RECEIVED  
R.I. DEPT. OF STATE  
CORPORATIONS DIV.

**Business Corporation**  
**Articles of Dissolution**

Filing Fee: \$50.00

Pursuant to the provisions of Sections 7-1.2-1308 and 7-1.2-1309 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

|   |   |                     |
|---|---|---------------------|
| 1. Entity ID No.<br><br>20798   | 2. The name of the corporation is:<br><br>Hemlock Marketing Inc |                     |
| 3. The dissolution was approved by (check one):<br><br><input type="checkbox"/> consent of the shareholders pursuant to the provisions of Section 7-1.2-1302.<br><br>or<br><br><input checked="" type="checkbox"/> by an act of the corporation pursuant to the provisions of Section 7-1.2-1303. |   |                     |
| 4. All debts, obligations and liabilities of the corporation have been paid and discharged, or have been subject to a completed bankruptcy proceeding under Title II of the U.S. Code.  |   |                     |
| 5. All remaining property and assets of the corporation have been distributed among its shareholders in accordance with their respective rights and interests.  |   |                     |
| 6. There are no suits pending against the corporation in any court, or that adequate provision has been made for the satisfaction of any judgment, order, or decree which may be entered against it in any pending suit.  |   |                     |
| 7. As required by Section 7-1.2-1309 of the General Laws, the corporation has paid all fees and franchise taxes.  |   |                     |
| 8. Date when these Articles of Dissolution will be effective: CHECK ONE BOX ONLY  |   |                     |
| <input checked="" type="checkbox"/> Date Received (Upon filing)   |   |                     |
| <input type="checkbox"/> Later effective date (Date must be no more than 90 days from the day of filing) _____  |   |                     |
| <i>Under penalty of perjury, I declare and affirm that I have examined these Articles of Dissolution, including any accompanying attachments, and that all statements contained herein are true and correct.</i>  |   |                     |
| Signature of Authorized Officer of the Corporation<br><br>  | Type or Print Name of Authorized Officer<br><br>John G. Ridlon  | Date<br><br>9/23/16 |

FILED

OCT 24 2016

By 286787

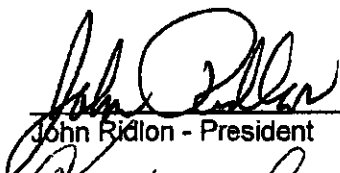
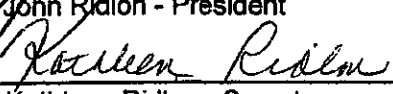
**CERTIFIED COPY OF RESOLUTION OF  
HEMLOCK MARKETING, INC.**

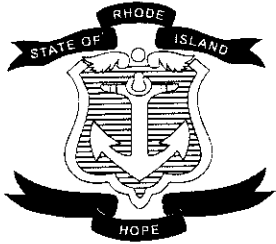
We hereby certify that the following Resolution was unanimously adopted at a Meeting of the Stockholders held on the 31<sup>st</sup> day of August, 2016.

RESOLVED, that the following plan of liquidation, pursuant to Section 331 of the Internal Revenue Code, be and the same is hereby adopted:

- I Within thirty (30) days after the date of this meeting, Accountant for the Corporation shall file Form 966 with the Director of Internal Revenue, Cincinnati, OH, attaching thereto a certified copy of this Resolution, indicating that the voting stockholders have adopted a plan of complete liquidation pursuant to Section 331 of the Internal Revenue Code.
- II That the Corporation, by its duly authorized officers, proceed to liquidate the assets of the Corporation and distribute such assets, except those retained to meet certain liabilities, to the stockholders as an incident to the plan of complete liquidation adopted by the stockholder pursuant to Section 331 of the Internal Revenue Code.
- III That as soon as practical thereafter, the officers of the Corporation shall file for the dissolution of the corporation under the Laws of the State of Rhode Island, and that the officers of the Corporation are hereby authorized to execute any and all documents necessary to effectuate such dissolution.
- IV That the officers be and are hereby empowered, authorized and directed to proceed in accordance with the resolution hereby adopted by the stockholders said officers being authorized to adopt any subsequent resolutions to effectuate the intent of the stockholders to liquidate the Corporation in accordance with the plan of liquidation adopted pursuant to Section 331 of the Internal Revenue Code.

Dated: August 31, 2016

  
\_\_\_\_\_  
John Ridlon - President  
  
\_\_\_\_\_  
Kathleen Ridlon - Secretary



STATE OF RHODE ISLAND AND  
PROVIDENCE PLANTATIONS  
DEPARTMENT OF ADMINISTRATION  
DIVISION OF TAXATION  
ONE CAPITOL HILL  
PROVIDENCE, RI 02908

EDWARD WROBEL, CPA  
680 WARREN AVE  
EAST PROVIDENCE, RI 02914

20798

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DIV. OF TAXATION  
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## LETTER OF GOOD STANDING

It appears from our records that **HEMLOCK MARKETING INC.** has filed all the required returns due for this letter of good standing and paid all known tax liabilities as of this date. **HEMLOCK MARKETING INC.** is in good standing with the Rhode Island Division of Taxation as of **10/17/2016**. This letter of good standing is expressly conditional and may be based upon unaudited returns, subject to future audit.


This Letter of Good Standing does not cover any violation of chapter 20 of Title 44 that has occurred within the last thirty (30) days and any resulting assessments and/or license suspension which have not yet issued from the Division for such violation(s). Any subsequent application for a license or permit may be denied in accordance with R.I. Gen. Laws § 44-20-4.1.

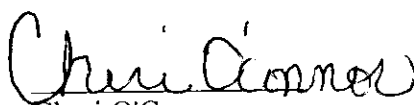
This letter is issued pursuant to the request of the above named corporation for the purpose of:

## DISSOLUTION

This letter of good standing is valid only for the specific reason listed above, and is not valid for any other reason(s).

Very truly yours,

  
Neena Savage  
Acting Tax Administrator

  
Cheri O'Connor  
Supervising Revenue Officer  
Compliance and Collections

050375003:11640134  
DLN: 1947783001



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*

