

Filing Fee \$150.00

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

CORPORATIONS DIVISION

100 NORTH MAIN STREET

PROVIDENCE, RI 02903

Corp. I.D. # 82302

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:

FIRST. The name of the corporation is New England Restaurant Repair, Inc.

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

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

THIRD. The purpose or purposes for which the corporation is organized are:

1. Repair, installation, sales and maintenance of business equipment of all types, both retail and wholesale.
2. The transaction of any and all lawful business for which corporations may be incorporated under Chapter 1.1 of Title 7 of the General Laws, 1956, as amended.

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CORPORATIONS DIVISION
STATE OF RHODE ISLAND

FOURTH. The aggregate number of shares which the corporation shall have authority to issue is:

(a) *If only one class:* Total number of shares200.....

(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.)

common, no par

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, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of title 7 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 votes any thereof that may be desired but which shall not be fixed by the articles.)

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

The holders of common shares shall be entitled to purchase ratably according to their respective holdings any common shares of the corporation issued or sold for cash by the corporation at such prices and during such period or periods and upon such terms as may be determined from time to time by action of the shareholders.

SIXTH. Provisions (if any) for the regulation of the internal affairs of the corporation: There shall be no Board of Directors of the corporation. The powers normally vested in the Board of Directors shall be exercised by majority action of the shareholders.

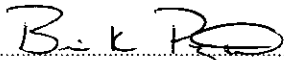
The corporation shall have the right in case of sale of any common stock by any holder thereof to purchase said stock at the lowest price at which such stockholder is willing to sell the same before such stock may be sold to any party; and no sale of any such stock to any party other than the corporation shall be valid unless the offer to sell such stock, the lowest price at which the holder thereof is willing to sell, shall have first been received in writing by the corporation. The corporation shall have ten (10) days in which to accept or reject said offer.

Any stockholder who shall have offered his stock for sale to the corporation in accordance with the foregoing provision, may, at any time within twenty (20) days after the rejection of such offer by the corporation, or if within such period the corporation shall neither accept nor reject such offer, then within twenty (20) days after such offer shall have been received by the corporation, sell the stock so offered to the corporation to any other party, but not for a price lower than that at which such stock shall have been previously offered to the corporation, and the corporation may require affidavits from the stockholder and purchaser of such stock as to the price thereof before transferring such stock upon the books of the corporation.

SEVENTH. The address of the initial registered office of the corporation is
166 Littlefield Street, Pawtucket, RI 02861 (add Zip Code)

and the name of its initial registered agent at such address is:

Brian K. Petzold



Signature of registered agent

EIGHTH. The number of directors constituting the initial board of directors of the corporation is none 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 §7-1.1-51 of the General Laws, 1956, as amended, state the name(s) and address(es) of the officers of the corporation.)

Name

Address

Brian K. Petzold, Pres., Treas., Sec'y	166 Littlefield St., Pawtucket, RI 02861
Elizabeth Petzold, V. President	166 Littlefield St., Pawtucket, RI 02861

NINTH. The name and address of each incorporator is:

Name

Address

Brian K. Petzold	166 Littlefield St., Pawtucket, RI 02861
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TENTH. Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation):

January 2, 1995

Dated December 19, 1994



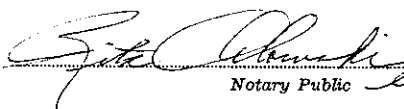
Signature of each incorporator

STATE OF RHODE ISLAND } ~~CITY~~
COUNTY OF Providence } In the Town } of Lincoln

in said county this 19th day of December, A.D. 19 94

then personally appeared before me Brian K. Petzold

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.


Notary Public exp 7/4/95