

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION.

(BUSINESS CORPORATION)

Know all Men by these Presents, That we William T. Kanelos Aram A. Arabian
and Grace A. Barry

all of lawful age, hereby agree to and with each other:

FIRST. To associate ourselves together with the intention of forming a corporation
under and by virtue of the powers conferred by Article II of Chapter 116 of the General
Laws of Rhode Island.

SECOND. Said corporation shall be known by the name of Technic, Inc.

THIRD. Said corporation is formed (as permitted by § 4 of said Chapter 116)
for the purpose of Buying, selling, manufacturing, compounding, and
otherwise dealing in the general business of chemicals, re-
search, consultation, including the electric and electro-chem-
ical fields.

In addition to the foregoing, said corporation shall have the following powers and
authority, viz:—(See § 5, Chapter 116 of the General Laws.)

To do any lawful act which is necessary or proper to accomplish the purposes of its incorporation. Without limit-
ing or enlarging the effect of this general grant of authority, it is hereby specifically provided that every corporation
shall have power:

(a) to have perpetual succession in its corporate name, unless a period for its duration is limited in its articles
of association or charter;

(b) to sue and be sued in its corporate name;

(c) to have and use a common seal, and alter the same at pleasure;

(d) to elect such officers and appoint such agents as its business requires, and to fix their compensation and
define their duties;

(e) to make by-laws not inconsistent with the constitution or laws of the United States or of this state, or the
corporation's charter, or articles of association, determining the time and place of holding and the manner of calling
and of conducting meetings of its stockholders and directors, the manner of electing its officers and directors, the mode
of voting by proxy, the number, qualifications, powers, duties and term of office of its officers and directors, the number
of directors and of shares of stock necessary to constitute a quorum, which number may be less than a majority, and
the method of making demand for payment of subscriptions to its capital stock, and providing for an executive com-
mittee to be elected from and by the board of directors and defining its powers and duties, and containing any other
provisions, whether of the same or of a different nature, for the management of the corporation's property and the
regulation and government of its affairs;

(f) to make contracts, incur liabilities and borrow money;

(g) to acquire, hold, sell and transfer shares of its own capital stock: *Provided*, that no corporation shall use
its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of
the capital of the corporation;

(h) to acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of any bonds, securities or
evidences of indebtedness created by, or the shares of the capital stock of, any other corporation or corporations of this
state or of any other state, country, nation or government, and while owner of said stock to exercise all the rights, powers
and privileges of ownership, including the right to vote thereon;

(i) to guarantee, if authorized so to do by its charter or articles of association, any bonds, securities or evi-
dences of indebtedness created by or dividends on or a certain amount per share in liquidation of the capital stock of,
any other corporation or corporations created by this state or by any other state, country, nation or government;

(j) to acquire, hold, use, manage, convey, lease, mortgage, pledge or otherwise dispose of within or without
this state any other property, real or personal, which its purposes shall require;

(k) to conduct business and have offices in this state and elsewhere: *Provided, however*, that nothing in para-
graph (a) to (k) inclusive contained shall authorize said corporation to carry on the business of a bank, savings bank
or trust company.

(OVER)

FOURTH. Said corporation shall be located in Providence, Rhode Island.
(City or Town)

FIFTH. The TOTAL amount of authorized capital stock of said corporation, with par value, shall be Thirty Thousand (\$ 30,000) dollars as follows, viz:
Common stock in the amount of _____ (\$ _____)
dollars to be divided into _____ (_____) shares of
the par value of _____ (\$ _____) dollars each; and
Preferred stock in the amount of Thirty Thousand (\$ 30,000)
dollars, to be divided into Three Hundred (300) shares, of
the par value of One Hundred (\$ 100.00) dollars each.

(Or if capital stock is without par value)

The TOTAL number of shares of capital stock authorized, without par value, shall be
One Hundred (100) shares,
as follows, viz:— One Hundred (100) shares of
Common stock, without par value; and
_____ (_____) shares of
Preferred stock, without par value.

(If capital stock is divided into two or more classes) Description of several classes of
stock, including terms on which they are created, and voting rights of each, viz:—

The common stock of the corporation shall be the only
voting stock. Holders of preferred stock shall have
no voting rights by virtue of the ownership of said
preferred stock.

SIXTH. (If not perpetual) The period of duration of said corporation shall terminate

(Further provisions not inconsistent with law)

SEVENTH The corporation shall have a right of lien and
a right of preemption upon the stock of its
stockholders, to be exercised as provided in the
by-laws of the corporation.

EIGHTH

NINTH

In Testimony Whereof, We have hereunto set our hands and stated our residences
this 19th day of December, A. D. 1944

NAME.

RESIDENCE.
(No. Street, City or Town)

<i>William T. Kanelos</i>	39 Ontario St., Providence, R. I.
<i>Aram A. Arabian</i>	162 Lynden Road, Cranston, R. I.
<i>Grace A. Barry</i>	68 Prince Street, Pawtucket, R. I.

STATE OF RHODE ISLAND, }
COUNTY OF PROVIDENCE } In the City of PROVIDENCE
~~TOWN~~

in said county this 19th day of December, A. D. 1944
then personally appeared before me William T. Kanelos, Aram A. Arabian and
Grace A. Barry

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.

Fred Colagiovanni

Notary Public.

(BUSINESS CORPORATION)

ORIGINAL

ARTICLES OF ASSOCIATION OF

TECHNIC, INC.

FILED IN THE OFFICE OF THE
SECRETARY OF STATE.

DEC 19 1944 19