



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

RECEIVED
 R.I. DEPT. OF STATE
 BUS SVCS DIV
 2017 APR 17 PM 1:28

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: Ocean State Sports Group, LLC		
2. The name and address of the initial resident agent/office in Rhode Island is:		
Name Marco P. Uriati, Esq.		
Street Address (NOT a P.O. Box) 99 James P. Murphy Highway		
City/Town West Warwick	State RHODE ISLAND	Zip Code 02893
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):		
☒ partnership or ☐ a corporation or ☐ 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 99 James P. Murphy Highway		
City/Town West Warwick	State RI	Zip Code 02893
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.		

FILED ←

APR 17 2017

BY CK 301063

1:28

MAIL TO:

Division of Business Services

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

Phone: (401) 222-3040

Website: www.sos.ri.gov

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 attached hereto and made a part hereof.

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

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.

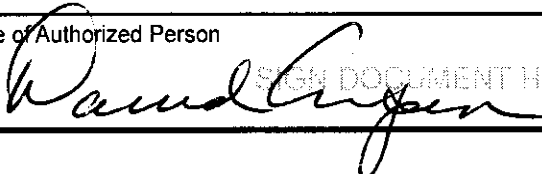
Name of Authorized Person David Arpin, President and CEO Arpin Group, Inc., Authorized Member		Address 99 James P. Murphy Highway	
City/Town West Warwick		State RI	Zip Code 02893
Signature of Authorized Person  SIGN DOCUMENT HERE			Date 4-17-17

EXHIBIT A

No manager of the company (including members acting as or deemed to be managers for purposes of R.I.G.L. § 7-16-14) of the company shall be personally liable to the company or its members for monetary damages for breach of the manager's duty as a manager; provided, however, that nothing herein contained shall be construed to eliminate or limit the liability of a manager to the extent provided by applicable law (i) for any breach of the manager's duty of loyalty to the company or its members; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) with respect to the liability imposed pursuant to provisions of R.I.G.L. § 7-16-17 (as in effect and as hereafter amended); or (iv) for any transaction from which the manager derived an improper personal benefit (unless a transaction is permitted by R.I.G.L. § 7-16-8(b)(4), as in effect and as hereafter amended). If the Rhode Island Limited Liability Company Act (the "Act") is amended after the adoption of these Articles of Organization to authorize company action further eliminating or limiting the personal liability of managers, then the liability of each manager of the company shall be eliminated or limited to the fullest extent permitted by the Act, as so amended. Neither the amendment nor repeal of this Article Sixth nor the adoption of any provision of these Articles of Organization inconsistent with this Article Sixth shall eliminate or reduce the effect of this Article Sixth with respect to any matter occurring, or any cause of action, suit or claim that, but for this Article Sixth would have occurred or arisen, prior to such amendment, repeal or adoption.



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:

April 17, 2017 01:28 PM

The signature is written in a cursive, flowing style in blue ink. It appears to read "Nellie M. Gorbea".

Nellie M. Gorbea
Secretary of State

