



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$230.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Business Corporation
Articles of Incorporation**

(Chapter 7-1.2- of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the corporation is Senior Fit, Inc.

☒ This is a close corporation pursuant to § 7-1.2-1701 of the General Laws, 1956, as amended. (Uncheck if inapplicable.)

ARTICLE II

The total number of shares which the corporation has authority to issue is:

(Unless otherwise stated all authorized shares are deemed to have a nominal or par value of \$0.01 per share.)

Class of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>
CWP	\$0.0010	10,000.00

A statement of all or any of the designations and the powers, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them, which are permitted by the provisions of Chapter 7-1.2 of the General Laws, 1956, as amended, in respect of any class or classes of shares of the corporation and the fixing of which by the articles of association is desired, and an express grant of the authority as it may then be desired to grant to the board of directors to fix by vote or votes any of them that may be desired but which is not fixed by the articles:

ARTICLE III

The street address (post office boxes are not acceptable) of the initial registered office of the corporation is:

No. and Street: 117 BELLEVUE AVENUE
SUITE #201C

City or Town: NEWPORT

State: RI Zip: 02842

The name of its initial registered agent at such address is BETH KERR

ARTICLE IV

The corporation has the purpose of engaging in any lawful business, and shall have perpetual existence until dissolved or terminated in accordance with Chapter 7-1.2.

ARTICLE V

Additional provisions, if any, not inconsistent with Chapter 7-1.2 which the incorporators elect to have set forth in these Articles of Incorporation:

TO THE EXTENT PERMITTED BY THE RHODE ISLAND BUSINESS CORPORATION ACT (THE "ACT"), AS THE SAME MAY BE SUPPLEMENTED, AMENDED OR REPLACED, ACTION REQUIRED OR PERMITTED TO BE TAKEN BY THE SHAREHOLDERS OF SENIOR FIT, INC. (THE "CORPORATION") AT A SHAREHOLDERS' MEETING MAY BE TAKEN WITHOUT A MEETING IF THE ACTION IS TAKEN BY THE HOLDERS OF AT LEAST A MAJORITY OF ALL OF THE SHARES ENTITLED TO VOTE ON THE ACTION, AND IF EACH SHAREHOLDER IS GIVEN PRIOR NOTICE OF ACTION PROPOSED TO BE TAKEN, SIGNED BY THE HOLDERS OF AT LEAST A MAJORITY OF THE SHARES, AND FILED IN THE CORPORATE MINUTE BOOK. PROMPT NOTICE OF ANY ACTION TAKEN BY LESS THAN UNANIMOUS WRITTEN CONSENT IN LIEU OF A MEETING SHALL BE GIVEN TO ALL SHAREHOLDERS ENTITLED TO VOTE ON SUCH ACTION.

TO THE EXTENT PERMITTED BY THE ACT, AS THE SAME MAY BE SUPPLEMENTED, AMENDED OR REPLACED, NO DIRECTOR OF THE CORPORATION SHALL BE PERSONALLY LIABLE TO THE CORPORATION OR ITS SHAREHOLDERS FOR MONEY DAMAGES FOR ANY ACTION TAKEN, OR ANY FAILURE TO TAKE ANY ACTION, SOLELY AS A DIRECTOR, BASED ON A FAILURE TO DISCHARGE HIS OR HER OWN DUTIES IN ACCORDANCE WITH PART 7-1.2-801 OF THE ACT, AS THE SAME MAY BE SUPPLEMENTED, AMENDED OR REPLACED.

ARTICLE VI

The name and address of the each incorporator is:

Title	Individual Name	Address
	First, Middle, Last, Suffix	Address, City or Town, State, Zip Code, Country
INCORPORATOR	ANDREW GROSVENOR	60 LAKE STREET, 2ND FLOOR BURLINGTON, VT 05401 USA

ARTICLE VII

These Articles of Incorporation shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing.

Later Effective Date:

Signed this 24 Day of April, 2017 at 4:27:52 PM by the incorporator(s). *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

ANDREW GROSVENOR



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 24, 2017 04:25 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

