



**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 Kelly Land Sevices, 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> |
|----------------|---------------------|--|
| CNP | \$0.0000 | 100.00 |

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: 749 STAFFORD ROAD
City or Town: TIVERTON State: RI Zip: 02878

The name of its initial registered agent at such address is PATRICIA A. KELLY

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:

(A) TO HAVE A PERPETUAL SUCCESSION OF BY ITS CORPORATE NAME UNLESS A LIMITED PERIOD OF DURATION IS STATED IN ITS ARTICLES OF INCORPORATION

(B) TO SUE AND BE SUED, COMPLAIN AND DEFEND, IN ITS CORPORATE NAME.

TO HAVE A CORPORATE SEAL WHICH MAY BE ALTERED AT PLEASURE, AND TO USE THE SAME BY CAUSING IT, OR A FACSIMILE THEREOF, TO BE IMPRESSED OR AFFIXED OR IN ANY OTHER MANNER REPRODUCED.

TO PURCHASE, TAKE, RECEIVE, LEASE, OR OTHERWISE ACQUIRE, OWN, HOLD, IMPROVE, USE AND OTHERWISE DEAL IN AND WITH, REAL OR PERSONAL PROPERTY, OR ANY INTEREST THEREIN, WHEREVER SITUATED.

(E) TO SELL, CONVEY, MORTGAGE, PLEDGE, LEASE, EXCHANGE, TRANSFER, AND OTHERWISE DISPOSE OF ALL OR PART OF ANY PROPERTY AND ASSETS.

(F) TO LEND MONEY AND TO USE ITS CREDIT TO ASSIST ITS EMPLOYEES.

(G) TO PURCHASE, TAKE, RECEIVE, SUBSCRIBE FOR OR OTHERWISE ACQUIRE, OWN, HOLD, VOTE, USE, EMPLOY, SELL, MORTGAGE, SELL, MORTGAGE, LEND, PLEDGE OR OTHERWISE DISPOSE OF AND OTHERWISE USE AND DEAL IN AND WITH SHARES OR OTHER INTERESTS IN OR OBLIGATIONS OF OTHER DOMESTIC OR FOREIGN CORPORATIONS, ASSOCIATIONS, PARTNERSHIPS OR INDIVIDUALS, OR DIRECT OR INDIRECT OBLIGATIONS OF THE UNITED STATES OR OF ANY OTHER GOVERNMENT, STATE, TERRITORY, GOVERNMENTAL DISTRICT OR MUNICIPALITY OR OF ANY INSTRUMENTALITY THEREOF.

(H) TO MAKE CONTRACTS AND GUARANTEES AND INCUR LIABILITIES, BORROW MONEY AT SUCH RATES OF INTEREST AS THE CORPORATION MAY DETERMINE, ISSUE ITS NOTES, BONDS AND OTHER OBLIGATIONS AND SECURE ANY OF ITS OBLIGATIONS BY MORTGAGE OR PLEDGE OF ALL OR ANY IF ITS PROPERTY, FRANCHISES AND INCOME.

(I) TO LEND MONEY FOR ITS CORPORATE PURPOSES, INVEST AND REINVEST ITS FUNDS AND TAKE AND HOLD REAL AND PERSONAL PROPERTY AS SECURITY FOR THE PAYMENT OF FUNDS SO LOANED OR INVESTED.

(J) TO CONDUCT ITS BUSINESS, CARRY ON ITS OPERATIONS AND HAVE OFFICES AND EXERCISE THE POWERS GRANTED BY THIS CHAPTER, WITHIN OR WITHOUT THIS STATE.

(K) TO ELECT OR APPOINT OFFICERS AND AGENTS OF THE CORPORATION AND DEFINE THEIR DUTIES AND FIX THEIR COMPENSATION.

(L) TO MAKE AND ALTER BY-LAWS, NOT INCONSISTENT WITH ITS ARTICLES OF INCORPORATION OR WITH THE LAWS OF THIS STATE, FOR THE ADMINISTRATION AND REGULATION OF THE AFFAIRS OR THE CORPORATION.

(M) TO MAKE DONATIONS FOR THE PUBLIC WELFARE OR FOR CHARITABLE, SCIENTIFIC OR EDUCATIONAL PURPOSES.

(N) TO TRANSACT ANY LAWFUL BUSINESS WHICH THE BOARD OF DIRECTORS SHALL FIND WILL BE IN AID OF GOVERNMENTAL AUTHORITY.

(O) TO PAY PENSIONS AND ESTABLISH PENSION PLANS, PENSION TRUSTS, PROFIT-SHARING PLANS, STOCK BONUS PLANS, STOCK OPTION PLANS AND OTHER INCENTIVE PLANS FOR ANY AND ALL OF ITS DIRECTORS, OFFICERS AND EMPLOYEES.

(P) TO PROVIDE INSURANCE FOR ITS BENEFIT ON THE LIFE OF ANY OF ITS DIRECTORS, OFFICERS OR EMPLOYEES, OR ON THE LIFE OF ANY STOCKHOLDER.

(Q) TO PROVIDE MEDICAL, DENTAL, VISION, LIFE OR ANY OTHER BENEFITS OR INSURANCES TO ITS DIRECTORS, OFFICERS AND EMPLOYEES, AS MAY BE DETERMINED.

(R) TO BE A PROMOTER, PARTNER, MEMBER, ASSOCIATE OR MANAGER OF ANY PARTNERSHIP, ENTERPRISE OR VENTURE.

(S) TO HAVE AND EXERCISE ALL POWERS NECESSARY OR CONVENIENT TO EFFECT ITS PURPOSES.

ARTICLE VI

The name and address of the each incorporator is:

| Title | Individual Name First, Middle, Last, Suffix | Address Address, City or Town, State, Zip Code, Country |
|--------------|---|---|
| INCORPORATOR | PATRICIA ANN KELLY | 749 STAFFORD ROAD TIVERTON, RI 02878 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 27 Day of April, 2017 at 9:08:01 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.*

PATRICIA ANN KELLY

Form No. 100
Revised 09/07

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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 27, 2017 09:03 PM

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive, written in a professional style.

Nellie M. Gorbea
Secretary of State

