



**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 East Coast Dance Challenge 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 | \$300,000.0000 | 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:

1. VOTING RIGHTS. EXCEPT AS OTHERWISE REQUIRED BY LAW OR BY THE ARTICLES OF INCORPORATION, EACH HOLDER OF COMMON STOCK SHALL HAVE ONE VOTE FOR EACH SHARE OF COMMON STOCK HELD BY A HOLDER ON ALL MATTERS VOTED UPON BY THE HOLDERS OF COMMON STOCK.

2. DIVIDENDS. SUBJECT TO THE PREFERENTIAL DIVIDEND RIGHTS, IF ANY, APPLICABLE TO SHARES OF PREFERRED STOCK AND SUBJECT TO APPLICABLE REQUIREMENTS, IF ANY; WITH RESPECT TO THE SETTING ASIDE OF SUMS FOR PURCHASE, RETIREMENT OR SINKING FUNDS FOR PREFERRED STOCK, THE HOLDERS OF COMMON STOCK SHALL BE ENTITLED TO RECEIVE, TO THE EXTENT PERMITTED BY LAW, SUCH DIVIDENDS AS MAY BE DECLARED FROM TIME TO TIME BY THE BOARD OF DIRECTORS IN ITS DISCRETION.

3. LIQUIDATION RIGHTS. IN THE EVENT OF ANY LIQUIDATION, DISSOLUTION OR WINDING UP OF THE CORPORATION, THE HOLDERS OF COMMON STOCK SHALL BE ENTITLED, AFTER PAYMENT OR PROVISION FOR PAYMENT OF THE DEBTS AND OTHER LIABILITIES OF THE CORPORATION AND THE AMOUNTS TO WHICH THE HOLDERS OF ANY PREFERRED STOCK SHALL BE ENTITLED, TO SHARE RATABLY IN THE REMAINING NET ASSETS OF THE CORPORATION.

ARTICLE III

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

No. and Street: 67 LOVE LN

City or Town: WARWICK

State: RI

Zip: 02886

The name of its initial registered agent at such address is HUGO R. ADAMES

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:

THE FOLLOWING PROVISIONS ARE INSERTED FOR THE MANAGEMENT OF THE BUSINESS AND THE CONDUCT OF THE AFFAIRS OF THE CORPORATION, AND FOR FURTHER DEFINITION, LIMITATION AND REGULATION OF THE POWERS OF THE CORPORATION AND OF ITS DIRECTORS AND STOCKHOLDERS:

(1) THE BUSINESS AND AFFAIRS OF THE CORPORATION SHALL BE MANAGED BY OR UNDER THE DIRECTION OF THE BOARD OF DIRECTORS. IN ADDITION TO THE POWERS AND AUTHORITY EXPRESSLY CONFERRED UPON THEM BY STATUTE OR BY THESE ARTICLES OF INCORPORATION OR THE BY-LAWS OF THE CORPORATION, THE DIRECTORS ARE EMPOWERED TO EXERCISE ALL SUCH POWERS AND DO ALL SUCH ACTS AND THINGS AS MAY BE EXERCISED OR DONE BY THE CORPORATION, THESE ARTICLES OF INCORPORATION AND ANY BY-LAWS ADOPTED BY THE STOCKHOLDERS; PROVIDED, HOWEVER, THAT NO BY-LAWS HEREAFTER ADOPTED BY THE STOCKHOLDERS SHALL INVALIDATE ANY PRIOR ACT OF THE DIRECTORS THAT WOULD HAVE BEEN VALID IF SUCH BY-LAWS HAD NOT BEEN ADOPTED.

(2) (2) THE NUMBER OF DIRECTORS OF THE CORPORATION SHALL BE AS FROM TIME TO TIME FIXED BY, OR IN THE MANNER PROVIDED IN, THE BY-LAWS OF THE CORPORATION. THE DIRECTORS OF THE CORPORATION NEED NOT BE ELECTED BY WRITTEN BALLOT UNLESS THE BY-LAWS SO PROVIDE.

(3) SPECIAL MEETINGS OF STOCKHOLDERS OF THE CORPORATION MAY BE CALLED

ONLY
BY THE CHIEF EXECUTIVE OFFICER OR BY THE BOARD OF DIRECTORS ACTING
PURSUANT TO A
RESOLUTION ADOPTED BY A MAJORITY OF THE WHOLE BOARD. FOR PURPOSES OF
THESE
ARTICLES OF INCORPORATION, THE TERM "WHOLE BOARD" SHALL MEAN THE EXACT
NUMBER OF
DIRECTORS DETERMINED FROM TIME TO TIME BY RESOLUTION ADOPTED BY THE
AFFIRMATIVE
VOTE OF A MAJORITY OF THE DIRECTORS THEN IN OFFICE.

(4) MEETINGS OF STOCKHOLDERS MAY BE HELD WITHIN OR WITHOUT THE STATE OF
RHODE
ISLAND, AS THE
BY-LAWS MAY PROVIDE. THE BOOKS OF THE CORPORATION MAY BE KEPT OUTSIDE
THE STATE OF
RHODE
ISLAND AT SUCH PLACE OR PLACES AS MAY BE DESIGNATED FROM TIME TO TIME
BY THE BOARD
OF
DIRECTORS OR IN THE BY-LAWS OF THE CORPORATION.

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 | HUGO ROBERTO ADAMES | 67 LOVE LN WARWICK, RI 02886 USA |
| INCORPORATOR | DANA D'IORIO ADAMES | 67 LOVE LN WARWICK, RI 02886 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 15 Day of June, 2017 at 3:24:23 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.*

HUGO ROBERTO ADAMES

DANA D'ITORIO ADAMES

