



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

2017 AUG - 1 PM 12:06

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R.I. DEPT. OF STATE
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Articles of Incorporation
DOMESTIC Business Corporation

→ Filing Fee: \$230.00 minimum

The undersigned acting as incorporator(s) of the corporation under RIGL 7-1.2-202, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is:

Alcee, Inc.

Is this a close corporation pursuant to RIGL 7-1.2-1701 of the General Laws, 1956, as amended? ☐ Yes ☐ No

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

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

Total Authorized Shares (Number of Shares)	Class of Stock	Par Value Per Share
One Thousand (1,000)	Common	No Par Value

If you desire, you may include a statement of all or any of the designations and the power, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them which are permitted by the provisions of RIGL 7-1.2.

State any provisions here (optional):

Check the box to indicate an attachment. ☒

See Attached Exhibit "A"

3. The name and address of the initial registered agent/office in Rhode Island is:

Agent Name **Jennifer Brousseau**

Street Address (NOT a P.O. Box) **3 Home Avenue**

City/Town **Cumberland**

State **RHODE ISLAND**

Zip Code **02864**

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

MAIL TO:

Division of Business Services

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

Phone: (401) 222-3040

Website: www.sos.ri.gov

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BY JLB 309460

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

n/a

Check the box to indicate an attachment. ☐

6. The name and address of each incorporator is:

Name Jennifer Brousseau	Address 3 Home Avenue	
City/Town Cumberland	State RI	Zip Code 02864
Name	Address	
City/Town	State	Zip Code
Name	Address	
City/Town	State	Zip Code

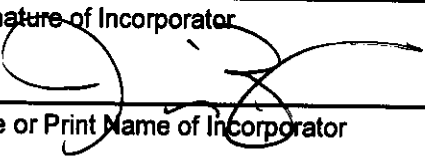
7. Date when these Articles of Incorporation will be effective: CHECK ONLY ONE BOX

☒ Date received (Upon filing)

☐ Later effective date (Date must be no more than 90 days from the day of filing) _____

Under penalty of perjury, I/we declare and affirm that I/we have examined these Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Type or Print Name of Incorporator Jennifer Brousseau	Date 8/1/2017
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Signature of Incorporator 	SIGN DOCUMENT HERE
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Type or Print Name of Incorporator	Date
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Signature of Incorporator	SIGN DOCUMENT HERE
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Type or Print Name of Incorporator	Date
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Signature of Incorporator	SIGN DOCUMENT HERE
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EXHIBIT "A"

2.

No stockholder shall transfer any of his or her capital stock without par value, except by will or intestacy without first offering the same to the Corporation at the lowest price he or she is willing to sell the same, said offer to be in writing and to include at which a statement of the names and addresses of the transferee or transferees to whom the stockholder intends to sell and transfer his stock if his or her said offer is not accepted by the Corporation as hereinafter provided. Said offer and statement shall be addressed to the Corporation at its principal place of business. The Corporation through its stockholders shall have fifteen (15) days after the date of the delivery of said offer and statement to accept or reject said offer and until action thereon shall be taken or until the expiration of said fifteen (15) days, whichever shall first occur, no transfer of such stock shall be made by the stockholder submitting the offer, but if the Corporation shall reject said offer or if no action shall be taken by the Corporation prior to the expiration of said fifteen (15) days, such stockholder may then sell said stock at not less than the price fixed in said offer to any transferee or transferees described in said statement at any time within three (3) months after the expiration of said fifteen (15) days, but not otherwise or thereafter without again complying with the provisions of the paragraph herein. Transfers by way of pledge, attachment or other encumbrances are intended to be included in the prohibitions of the paragraphs herein. Any transfer contrary to the foregoing provisions shall be void. The Corporation by resolution of its stockholders may waive the foregoing provisions with respect to any particular transfer.