

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION

(BUSINESS CORPORATION)

Know all Men by these Presents, That we Brayton Round, Joseph G. Flynn and Charles F. Rogers

all of lawful age, hereby agree to and with each other:

FIRST. To associate ourselves together with the intention of forming a corporation under and by virtue of the powers conferred by Chapters 7-1 to 7-5 (inclusive), 7-9 and 7-10 of the General Laws of Rhode Island.

SECOND. Said corporation shall be known by the name of Harrisville Spring Lake Campers, Inc.

THIRD. Said corporation is formed (as permitted by § 7-2-3 of the General Laws)

for the purpose of To buy, sell, deal in, lease, rent, manage, hold or improve real estate, and the fixtures and personal property incidental thereto or connected therewith, and with that end in view to acquire, by purchase, lease, hire or otherwise, lands, tenements, hereditaments, or any interest therein, and to improve the same, and generally to hold, manage, deal with and improve the property of the company, and to sell, lease, mortgage, pledge, or otherwise dispose of the lands, tenements and hereditaments or other property of the company; to construct, erect, equip, repair and improve houses, buildings, public or private roads, alleys, reservoirs, irrigation ditches, wharves, sewers, tunnels, conduits to make, enter into, perform and carry out contracts for constructing, altering, decorating, maintaining, furnishing, fitting up and improving buildings of every sort and kind; to advance money to, and enter into contracts and arrangements of all kinds with builders, property owners and others; and to carry on in all their respective branches a general real estate and construction business in connection therewith.

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See § 7-2-10 of the General Laws.)

To do any lawful act which is necessary or proper to accomplish the purposes of its incorporation. Without limiting or enlarging the effect of this general grant of authority, it is hereby specifically provided that every corporation shall have power:

(a) to have perpetual succession in its corporate name, unless a period for its duration is limited in its articles of association or charter;

(b) to sue and be sued in its corporate name;

(c) to have and use a common seal, and alter the same at pleasure;

(d) to elect such officers and appoint such agents as its business requires, and to fix their compensation and define their duties;

(e) to make by-laws not inconsistent with the Constitution or laws of the United States or of this state, or with the corporation's charter, or articles of association, determining the time and place of holding and the manner of calling and of conducting meetings of its stockholders and directors, the manner of electing its officers and directors, the mode of voting by proxy, the number, qualifications, powers, duties and term of office of its officers and directors, the number of directors and of shares of stock necessary to constitute a quorum, which number may be less than a majority, and the method of making demand for payment of subscriptions to its capital stock, and providing for an executive committee to be elected from and by the board of directors and defining its powers and duties, and containing any other provisions, whether of the same or of a different nature, for the management of the corporation's property and the regulation and government of its affairs;

(f) to make contracts, incur liabilities and borrow money;

(g) to acquire, hold, sell and transfer shares of its own capital stock; provided, that no corporation shall use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of the capital of the corporation;

(h) to acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of any bonds, securities or evidences of indebtedness created by, or the shares of the capital stock of, any other corporation or corporations of this state or of any other state, country, nation or government, and while owner of said stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon;

(i) to guarantee, if authorized so to do by its charter or articles of association, any bonds, securities or evidences of indebtedness created by or dividends on or a certain amount per share in liquidation of the capital stock of any other corporation or corporations created by this state or by any other state, country, nation or government;

(j) to acquire, hold, use, manage, convey, lease, mortgage, pledge or otherwise dispose of within or without this state any other property, real or personal, which its purposes shall require;

(k) to conduct business and have offices in this state and elsewhere; provided, however, that nothing in this section contained shall authorize any corporation to carry on the business of a bank, savings bank or trust company.

(OVER)

(City or Town)

(Or if capital stock is without par value)

(If capital stock is divided into two or more classes) Description of several classes of stock, including terms on which they are created, and voting rights of each, viz:—

[illegible]

(Further provisions not inconsistent with law)

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SEVENTH The corporation shall have the right in case of sale of any common stock by any holder thereof to purchase said stock at the lowest price at which such stockholder is willing to sell the same before such stock may be sold to any other party; and no sale of any such stock to any party other than the corporation shall be valid unless the offer to sell such stock, at the lowest price at which the holder thereof is willing to sell, shall have first been received in writing by the corporation. The corporation shall have ten (10) days in which to accept or reject said offer.

~~EXEMPT~~ Any stockholder who shall have offered his stock for sale to the corporation in accordance with the foregoing provisions, may, at any time within twenty (20) days after the rejection of such offer by the corporation, or if within such period the corporation shall neither accept nor reject such offer, then within twenty (20) days after such offer shall have been received by the corporation, sell the stock so offered to the corporation to any other party, but not for a price lower than that at which such stock shall have been previously offered to the corporation, and the corporation may require affidavits from the stockholder and the purchaser of such stock as ~~NOTE~~ to the price paid therefor before transferring such stock upon the books of the corporation.

In Testimony Whereof, We have hereunto set our hands and stated our residences this 24th day of February, A. D. 19 60.

NAME	RESIDENCE (No. Street, City or Town)
<u>Brayton Round</u>	<u>Spring Lake, Harrisville, R. I.</u>
<u>Joseph O. Flynn</u>	<u>Foster Street, Harrisville, R. I.</u>
<u>Charles F. Rogers</u>	<u>319 Harris Avenue, Woonsocket, R. I.</u>

STATE OF RHODE ISLAND, } City
COUNTY OF PROVIDENCE } In the } of Woonsocket
in said county this 24th day of February, A. D. 19 60.
then personally appeared before me Brayton Round, Joseph O. Flynn and
Charles F. Rogers

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

Fl. Lawrence Gaudin
Notary Public.

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(BUSINESS CORPORATION)

ORIGINAL

ARTICLES OF ASSOCIATION OF

HARRISVILLE SPRING LAKE

CAMPERS, INC.

FILED IN THE OFFICE OF THE
SECRETARY OF STATE

FEB 24 1960 19



State of Rhode Island and Providence Plantations

OFFICE OF THE GENERAL TREASURER

No 23124

Providence

May 3 1961

I hereby Certify That *Hammond Spring Lake Company, Inc.*

has paid into the State Treasury a fee of

Dollars for

legality

seal

in accordance with the provisions of 7-1-9, General Laws.

Raymond M. Slaughter
General Treasurer.

Harrisville Spring Lake
Campers, Inc.

Increase

\$80.00

FILED MAY -3 1961 19



State of Rhode Island and Providence Plantations

OFFICE OF THE GENERAL TREASURER

No 27486

Providence Feb. 24,

19

60

I Herby Certify That Harristville Spring Lake Campers, Inc.

has paid into the State Treasury a fee of Twenty-five dollars
twenty-five Dollars for
in accordance with the provisions of 7-1-9, General Laws.

General Treasurer.

Harrisville Spring Lake
Campers, Inc.

Incorporation

\$25.00

FILED FEB 24 1960 19

[Fee for Filing, \$2.00]

State of Rhode Island and Providence Plantations

Know all Men by these Presents,

That the HARRISVILLE SPRING LAKE CAMPERS, INC., a corporation created by and duly organized under the laws of the State of Rhode Island, hereby constitutes and appoints Charles F. Rogers of the City of Woonsocket in the State of Rhode Island, to be its true and lawful attorney, with authority, for and in behalf of said corporation, to accept and acknowledge service of all process, including the process of garnishment, against said corporation in said State in any action, suit, or other proceeding which may be brought against said corporation in any court in said State and upon whom all such process, including the process of garnishment, against said corporation in said State may be served, and who, in case of garnishment, when the fees therefor shall have been paid or tendered, may for and in behalf of said corporation make the affidavit required by law in such cases; and said corporation does hereby admit and agree that any such acceptance or acknowledgment of service of process by said attorney, and any such service of process upon said attorney, shall be deemed sufficient. This appointment is to continue in force for the period of time and upon the terms and conditions provided in §7-2-16 of the General Laws of Rhode Island.

IN TESTIMONY WHEREOF, the corporation aforesaid has caused its name to be hereto subscribed and its corporate seal to be affixed by its President for that purpose duly
(Designation of Officer)

authorized this 14th day of April 1960.

Grayton Round

[CORPORATE SEAL]

President
(Designation of Officer)

State of Rhode Island,
County of Providence,

In the City of Woonsocket on this 14th
day of April 1960, before me personally appeared the above named Grayton Round who is known to be the President
(Designation of Officer)

of the corporation above named, and described in and who executed the foregoing instrument, who being by me duly sworn, did depose and say that he is President of the
(Designation of Officer)

Harrisville Spring Lake Campers, Inc. above named, and that he
(Name of Corporation)
knows the corporate seal thereof; that the seal affixed to the foregoing instrument is the corporate seal of said corporation and was affixed thereto by order of the Board of Directors of said corporation, and that he has subscribed the name of said corporation thereto by the like order, as

President of said corporation.
(Designation of Officer)

Subscribed and sworn to before me this 14th day of April 1960.

(NOTARIAL SEAL)

Charles F. Rogers NOTARY PUBLIC.

STATE OF RHODE ISLAND,
PROVIDENCE, SC.

I, Charles F. Rogers of the City of Woonsocket in said State, do hereby consent to and accept the foregoing appointment as resident attorney for the purposes aforesaid this 14th day of April 1960.

Charles F. Rogers
(Signature of Appointee)

162 Main St., Woonsocket
(Residence Address)

STATE OF RHODE ISLAND,
PROVIDENCE, SC.

In the City of Woonsocket this 14th day of April 1960, personally appeared before me the above named Charles F. Rogers who is known to me to be the person described in and who executed the foregoing consent and acceptance and acknowledged that he executed the same for the purposes therein mentioned.

Before me,

(NOTARIAL SEAL)

Lorena Friedman NOTARY PUBLIC.

POWER OF ATTORNEY

FROM

HARRISVILLE SPRING LAKE CAMPERS,
(A Rhode Island Corporation) INC.

APPOINTING

Charles F. Rogers
(Attorney)

162 Main Street
Woonsocket, Rhode Island
(Business Address)

ITS

Attorney for Service of Process

STATE OF RHODE ISLAND, &c.
OFFICE OF THE SECRETARY OF STATE

Filed

SEP 13 1929

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