



## STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

## BUSINESS CORPORATION

## ARTICLES OF INCORPORATION

(To Be Filed In Duplicate Original)

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is SHOVLIN CONSTRUCTION, INC.

(This is a close corporation pursuant to § 7-1.1-51 of the General Laws, 1956, as amended.) (Strike if inapplicable)

2. The period of its duration is (if perpetual, so state) perpetual

3. The specific purpose or purposes for which the corporation is organized are:

Concrete construction, residential or commercial, of any kind and any business ancillary or related thereto; and for any other legal purpose.

4. The aggregate number of shares which the corporation shall have authority to issue is:

(a) If only one class: Total number of shares 1,000 (If the authorized shares are to consist of one class only state the par value of such shares or a statement that all of such shares are to be without par value.):

without par value

(b) If more than one class: Total number of shares or (State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of Chapter 7-1.1 of the General Laws, 1956, as amended, in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.):

5. Provisions, if any, dealing with the preemptive right of shareholders pursuant to § 7-1.1-24 of the General Laws, 1956, as amended:

preemptive rights pursuant to § 7-1.1-24 (See Exhibit A

attached)

6. Provisions, if any, for the regulation of the internal affairs of the corporation:

none

7. The address of the initial registered office of the corporation is 7395 Post Road

(Street Address, not P.O. Box)

North Kingstown, RI 02852 and the name of its initial registered agent  
(City/Town) (Zip Code)  
at such address is Matthew F. Callaghan, Jr.  
(Name of Agent)

8. The number of directors constituting the initial board of directors of the corporation is none and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are: (If this is a close corporation pursuant to Section 7-1.1-51 of the General Laws, 1956, as amended, and there shall be no board of directors, state the titles of the initial officers of the corporation and the names and addresses of the persons who are to serve as officers until the first annual meeting of shareholders or until their successors be elected and qualify.)

<u>Title</u>	<u>Name</u>	<u>Address</u>
<u>Pres.</u>	<u>Daniel Shovlin</u>	<u>250 Scrabbletown Road, No. Kingstown, RI 02</u>
<u>Treas.</u>	<u>Daniel Shovlin</u>	<u>250 Scrabbletown Road, No. Kingstown, RI 02</u>
<u>Secretary</u>	<u>Daniel Shovlin</u>	<u>250 Scrabbletown Road, No. Kingstown, RI 02</u>

9. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>Daniel Shovlin</u>	<u>250 Scrabbletown Road, No. Kingstown, RI 02852</u>
<u></u>	<u></u>
<u></u>	<u></u>

10. Date when corporate existence is to begin upon filing

(not prior to, nor more than 30 days after, the filing of these articles of incorporation)

Date: October 2, 2003

Daniel Shovlin  
DANIEL SHOVLIN

Signature of each Incorporator

STATE OF RHODE ISLAND  
COUNTY OF WASHINGTON

In North Kingstown, on this 2nd day of October, 2003, personally  
appeared before me DANIEL SHOVLIN

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.

Matthew F. Callaghan, Jr.  
Notary Public

My Commission Expires:

MATTHEW F. CALLAGHAN, JR.  
NOTARY PUBLIC  
MY COMMISSION EXPIRES  
JUNE 22, 2005

#### EXHIBIT A

- 1) Shareholders shall have a preemptive right to acquire unissued or treasury shares or securities convertible into shares or carrying a right to subscribe to or acquire shares, as provided in Section 7.1.1-24 of the General Laws of Rhode Island, 1956, as amended, and shall also have the right to acquire any shares issued for services on property other than money.
- 2) No shareholder shall transfer, alienate or in any way dispose of any shares of the corporation unless such shares shall be first offered for sale to the corporation. The corporation reserves the right and shall have the exclusive right and option to purchase said shares at a price equal to the lowest appraised value thereof, within 30 days after said offer. After the expiration of said time, the shareholder, if the corporation shall not have exercised its option to purchase said shares, shall be free to transfer, alienate or otherwise dispose of said shares without any restrictions whatsoever.