

Filing Fee \$150.00

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

CORPORATIONS DIVISION

100 NORTH MAIN STREET

PROVIDENCE, RI 02903

Corp I.D. # 83706

BUSINESS CORPORATION

ORIGINAL ARTICLES OF INCORPORATION

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:

FIRST. The name of the corporation is OLD WILCOX TAVERN, INC.

(A close corporation pursuant to §7-11-51 of the General Laws, 1956, as amended) (strike if inapplicable)

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

THIRD. The purpose or purposes for which the corporation is organized are:
to engage in the sale of prepared foods and beverages as a restaurant and all purposes necessary and incidental thereto.

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(b) *If more than one class:* Total number of shares

(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 title 7 of the General Laws 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.)

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

SIXTH. Provisions (if any) for the regulation of the internal affairs of the corporation:

SEVENTH. The address of the initial registered office of the corporation is 490 Woodruff Avenue, Wakefield, Rhode Island 02879 (add Zip Code) and the name of its initial registered agent at such address is: Thomas N. Tarzwell


Signature of registered agent

EIGHTH. The number of directors constituting the initial board of directors of the corporation is two (2) 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 §7-1.1-51 of the General Laws, 1956, as amended, state the name(s) and address(es) of the officers of the corporation.)

Name	Address
Thomas P. Sculco	77 Watch Hill Road, Westerly, RI 02891
Cynthia D. Sculco	77 Watch Hill Road, Westerly, RI 02891

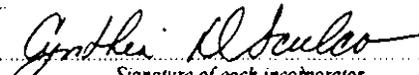
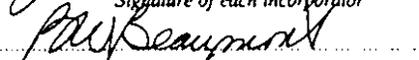
NINTH. The name and address of each incorporator is:

Name	Address
Cynthia D. Sculco	77 Watch Hill Road, Westerly, RI 02891
Bruce W. Beaumont	83 Spicebush Trail, Narragansett, RI 02882

TENTH. Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation):

Immediately.

Dated March 31, 1995

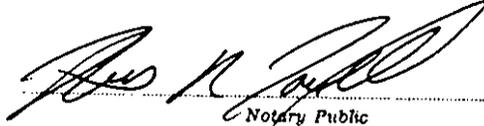

Signature of each incorporator


STATE OF RHODE ISLAND } ~~XX~~ }
COUNTY ~~Washington~~ } In the ~~City~~ } of Charlestown

in said county this 31st day of March, A.D. 1995.

then personally appeared before me Cynthia D. Sculco and Bruce W. Beaumont,

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.


Notary Public

Thomas N. Tarzowski
My commission expires: 6-21-85

**CORPORATE RESOLUTION OF
WILCOX TAVERN, INC.**

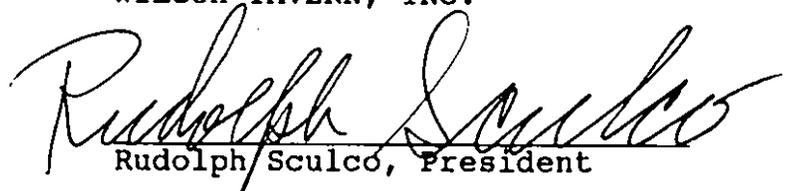
I hereby certify that the following resolution was unanimously adopted by action of the Stockholders without a meeting on March 31, 1995.

RESOLVED: That the Corporation hereby consents to the formation and incorporation of a restaurant business with the corporate name of OLD WILCOX TAVERN, INC. being formed by Cynthia D. Sculco and Bruce W. Beamont, Incorporators.

I further certify that the foregoing resolution is consistent with the By-Laws of the Corporation and its corporate powers; that Rudolph Sculco is the President of the Corporation, and that the foregoing vote is in full force and effect and has not been amended or modified in any way as of the date hereof.

IN WITNESS WHEREOF, this Certification is executed by the undersigned on the 31st day of March, 1995.

WILCOX TAVERN, INC.


Rudolph Sculco, President