Filing Fee: \$150.00



FILED

## STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

	FILED	LIMITED LIABI	LITY COMPANY	8 -	355 2132 72
	NOV 17 2004 Exy Kinc CSOIOI		ORGANIZATION In Duplicate)	7 9 28 AH	EDEIVED
Pu add	rsuant to the provisions of Chapt opted for the limited liability comp	er 7-16 of the General Lav any to be organized heret	vs, 1956, as amended, the fo by:	llowing Articles of Organ	hization are
1.	The name of the limited liability	company is:			
	Essex Richmond III LLC				
2.	The address of the limited liabili	ly company's resident age	ent in Rhode Island is:		
	One Richmond Square Suite	100C	Providence	, RI_ <b>02906</b>	
	(Street Address, g	<u>ot</u> P.O. Box)	(City/Town)	(Zip Co	ode)
	and the name of the resident ag	ent at such address is	Essex Richmond Ventures (Name o		
3.	Under the terms of these Articles the limited liability company is in	s of Organization and any tended to be treated for p	written operating agreement urposes of federal income ta	made or intended to be xation as:	: made,
		(Check on	e box only)		
	a partnership <u>or</u>	a corporation or	disregarded as an	entity separate from its	member
4.	The address of the principal office One Richmond Square Suite		mpany if it is determined at t	he time of organization:	
	Providence, Rhode Island 029	106	· · · · · · · · · · · · · · · · · · ·		
		(If not determined	, so state)		

5. The limited liability company has the purpose of engaging in any lawful business, and shall have perpetual existence until dissolved or terminated in accordance with Chapter 7-16, unless a more limited purpose or duration is set forth in paragraph 6 of these Articles of Organization.

Form No. 400 Revised: 10/15/02

7. The limited liability company is to be managed by:  (Check one box only)  its members or very by one (1) or more managers  8. If the limited liability company has managers at the time of filling these Articles of Organization, state the na address of each manager:  Manager  Address  Essex River Ventures, Inc.  One Richmond Square, Ste 100C, Providence, RI 02906  9. The date these Articles of Organization are to become effective, if later than the date of filling, is:  November 15, 2004  17 YSC (not prior to, nor more than 30 days after, the filling of these Articles of Organization)  Under penalty of perjury, 1 declare and affirm to examined these Articles of Organization, incleace of perjury and that all statements herein are true and correct.	i the limited liabil	to, any limitation of the purposes or duration for which the sion which may be included in an operating agreement:	company is formed, and any other p
its members or by one (1) or more managers  8. If the limited liability company has managers at the time of filing these Articles of Organization, state the na address of each manager:    Manager			None.
(Check one box only)  its members or very by one (1) or more managers  8. If the limited liability company has managers at the time of filing these Articles of Organization, state the na address of each manager:  Manager  Essex River Ventures, Inc.  One Richmond Square, Ste 100C, Providence, Ri 02906  One Richmond Square, Ste 100C, Providence, Ri 02906  The date these Articles of Organization are to become effective, if later than the date of filing, is:  November 16, 2004  17 KSF (not prior to, nor more than 30 days after, the filing of these Articles of Organization)  Under penalty of perjury, I declare and affirm to examined these Articles of Organization, include these penalty of perjury, and that all statements the period of the penalty of perjury, and that all statements the penalty of			
its members or			
its members or by one (1) or more managers  If the limited liability company has managers at the time of filing these Articles of Organization, state the na address of each manager:  Manager  Address  Essex River Ventures, Inc.  One Richmond Square, Ste 100C, Providence, Rt 02906  The date these Articles of Organization are to become effective, if later than the date of filing, is:  November 16, 2004  17 VSF (not prior to, nor more than 30 days after, the filing of these Articles of Organization)  Under penalty of perjury, 1 declare and affirm to examined these Articles of Organization, included appropriately and that all statements the pergury and correct.		naged by:	The limited liability company is to be
If the limited liability company has managers at the time of filing these Articles of Organization, state the na address of each manager:  Manager  Address  Essex River Ventures, Inc.  One Richmond Square, Ste 100C, Providence, Rt 02906  The date these Articles of Organization are to become effective, if later than the date of filing, is:  November 16, 2004  17 (not prior to, nor more than 30 days after, the filing of these Articles of Organization)  Under penalty of perjury, I declare and affirm to examined these Articles of Organization, includes the perior to the per		(Check one box only)	
Manager  Essex River Ventures, Inc.  One Richmond Square, Ste 100C, Providence, RI 02906  The date these Articles of Organization are to become effective, if later than the date of filing, is:  November 36, 2004  Under penalty of perjury, 1 declare and affirm to examined these Articles of Organization, included approach these Articles of Organization, included approach to the search of the s		mbers <u>or</u>	its
The date these Articles of Organization are to become effective, if later than the date of filing, is:  November 16, 2004  Under penalty of perjury, 1 declare and affirm to examined these Articles of Organization, including after the and companying attachments, and that all statements the same and covered.	e the name and	pers at the time of filing these Articles of Organization, state the	f the limited liability company has meddress of each manager:
The date these Articles of Organization are to become effective, if later than the date of filing, is:  November 36, 2004  17 (For I prior to, nor more than 30 days after, the filing of these Articles of Organization)  Under penalty of perjury, I declare and affirm to examined these Articles of Organization, include accompanying attachments, and that all statements there is no organization.		Address	Manager
November 16, 2004  17 VS (not prior to, nor more than 30 days after, the filing of these Articles of Organization)  Under penalty of perjury, I declare and affirm to examined these Articles of Organization, including a personal correct.	2906	One Richmond Square, Ste 100C, Providence, RI 02906	Essex River Ventures, Inc.
November 16, 2004  17 (not prior to, nor more than 30 days after, the filing of these Articles of Organization)  Under penalty of perjury, I declare and affirm to examined these Articles of Organization, including and correct.	- <del></del>		
November 16, 2004  17 VS (not prior to, nor more than 30 days after, the filing of these Articles of Organization)  Under penalty of perjury, I declare and affirm to examined these Articles of Organization, including a transfer true and correct.	<u>.</u>	<del></del>	· · · · · · · · · · · · · · · · · · ·
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Under penalty of perjury, I declare and affirm to examined these Articles of Organization, including a trachments, and that all statements therein are true and correct.			•
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examined these Articles of Organization, including attachments, and that all statements have not correct.	affirm that I hav	Under penalty of periury. I declare and affirm	
inplant by the article.	on, including ar	examined these Articles of Organization, accompanying attachments, and that all statem	
te: November 26, 2004		MAN AMIN MICK	November 26, 2004

## Essex River Ventures, LLC

77 Main Street Andover, MA 01810 p 978.475.7710 f 978.475.7750 mobile 978.729.9010

November 10, 2004

Secretary of State Corporations Division 100 North Main Street Providence, RI 02903

Dear Sir or Madam:

This letter is to confirm that Essex River Ventures, LLC hereby gives permission to the following companies to use the proposed name Essex Richmond III LLC.

Please call me if you have any questions or concerns.

Very truly yours,

Essex River Ventures, LLC

John W. Fenton, President and CEO