

State of Rhode Island and Providence Plantations
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
PLANNED ENVIRONMENTS CORP.

(A close corporation pursuant to §7-1.1-51 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:

Engaging in business as follows: purchasing, acquiring, owning, holding, sub-dividing, buying, leasing, taking options, mortgaging, encumbering, selling, pledging, renting, disposing of and otherwise dealing in lands and real estate of every name and description; of preparing and platting lots and building sites, of constructing streets, highways, roads, sidewalks, gardens, and dealing in and disposing of the same; of taking securities or money for the payment of all sums due this corporation with the right to sell, assign and release such securities; and generally to conduct and carry on a general and comprehensive real estate business and to do all things necessary or incidental to accomplishing the foregoing purposes, including but not limited to the purchase, leasing, hiring, selling, owning of personal property of every kind and description, incidental thereto.

The corporation shall have power: (See §7-1.1-4 of the General Laws, 1956, as amended.)

(a) To have perpetual succession by its corporate name unless a limited period of duration is stated in its articles of incorporation.

(b) To sue and be sued, complain and defend, in its corporate name.

(c) To have a corporate seal which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed or affixed or in any other manner reproduced.

(d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with, real or personal property, or any interest therein, wherever situated.

(e) To sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.

(f) To lend money and to use its credit to assist its employees.

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district or municipality or of any instrumentality thereof.

(h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this chapter, within or without this state.

(k) To elect or appoint officers and agents of the corporation, and define their duties and fix their compensation.

(l) To make and alter by-laws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.

FOURTH. The aggregate number of shares which the corporation shall have authority to issue is: Six Hundred (600) shares

(a) *If only one class:* Total number of shares _____

(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.)

All shares are without par value.

or

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

(State (A) the number of the 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:

No stockholder shall transfer any of his stock without first offering the same to the Corporation at the lowest price at which he is willing to dispose of the same, said offer to be in writing addressed and delivered to the President, or in his absence, the person acting as such, who shall thereupon call a meeting of the Directors to be held within ten (10) days after the receipt of said offer, and after the time fixed for the holding of such meeting the Corporation shall have thirty (30) days within which to accept or reject such offer, and until action thereon shall be taken or until the expiration of said thirty (30) days, whichever shall first occur, no transfer of his stock shall be made by the shareholder submitting the offer. Any transfer contrary to the foregoing provisions shall be void.

Verification of the above price of the stock shall be made in writing certified by the signature of the prospective purchaser, dated and notarized and referring to the exact number of shares to be sold and the exact amount of money to be paid.

In the event of the death of any one stockholder, his shares of stock

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
134 Francis Street, Providence, R. I. (add Zip Code)
and the name of its initial registered agent at such address is:
Salvatore Butera, Jr.

EIGHTH. 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 §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
Salvatore Butera, Jr.	134 Francis St., Prov. R. I.
Patricia M. Ilg	134 Francis St., Prov. R. I.

NINTH. The name and address of each incorporator is:

Name	Address
Salvatore Butera, Jr.	134 Francis St., Prov. R. I.

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

STATE OF RHODE ISLAND } City
COUNTY OF } In the Town } of Providence

in said county this 18th day of February, A. D. 1970

then personally appeared before me

Salvatore Butera, Jr.

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.

Paul Jacobus

Notary Public

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