

Filing Fee: \$150.00

ID Number: 130411



**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 MAROVELLI 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:

CONSTRUCTION OF RESIDENTIAL AND COMMERCIAL PROPERTY AND TO TRANSACT ANY AND ALL  
LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE RHODE ISLAND  
CORPORATIONS ACT, AS THE SAME MAY BE AMENDED FROM TIME TO TIME HEREAFTER.

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

(a) *If only one class:* Total number of shares 600 (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.):

PAR VALUE \$1.00 PER SHARE

or  
(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 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:

SEE EXHIBIT A

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SECRETARY OF STATE  
CORPORATIONS DIVISION  
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6. Provisions, if any, for the regulation of the internal affairs of the corporation:

**SEE EXHIBIT B**

7. The address of the initial registered office of the corporation is **519 MENDON ROAD P.O. BOX 8000**

**CUMBERLAND**, RI **02864** (Street Address, not P.O. Box) and the name of its initial registered agent at such address is **GARY R. ALGER, ESQ.** (City/Town) (Zip Code) (Name of Agent)

8. The number of directors constituting the initial board of directors of the corporation is **0** 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.)

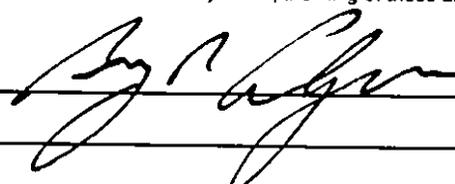
<u>Title</u>	<u>Name</u>	<u>Address</u>
<b>PRESIDENT</b>	<b>BRUNO MAROVELLI</b>	<b>P.O. BOX 8000</b>
		<b>CUMBERLAND, RI 02864</b>

9. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<b>GARY R. ALGER, ESQ.</b>	<b>519 MENDON ROAD</b>
	<b>P.O. BOX 8000</b>
	<b>CUMBERLAND, RI 02864</b>

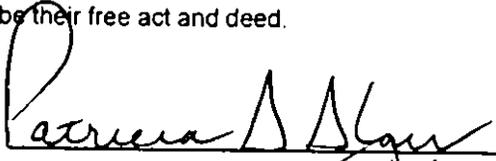
10. Date when corporate existence is to begin **UPON FILING THESE ARTICLES OF INCORPORATION.**  
(not prior to, nor more than 30 days after, the filing of these articles of incorporation)

Date: **MARCH 7, 2003**

  
\_\_\_\_\_  
Signature of each Incorporator

STATE OF **RHODE ISLAND**  
COUNTY OF **PROVIDENCE**

In **CUMBERLAND**, on this **7TH** day of **MARCH**, **2003**, personally appeared before me **GARY R. ALGER, ESQ.** 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  
My Commission Expires: **4/4/05**

## **EXHIBIT B**

### **ARTICLES OF INCORPORATION- MAROVELLI CONSTRUCTION, INC.**

- 6). Provisions for the regulation of the internal affairs of the corporation:
- a). The Board of Directors of the Corporation shall have the authority to distribute to its shareholders, directly or by the purchase of its own shares, a portion of its assets, in cash or property, out of the unreserved and unrestricted capital surplus of the Corporation, without affirmative vote of the shareholders of any class of the capital stock of the Corporation.
  - b). The shareholders of this Corporation may take any action permitted by the Articles of Incorporation without the necessity of a formal meeting in accordance with the provisions of Section 7-1.1-30.3 of the General Laws of the State of Rhode Island, 1956 as amended.