

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION

(BUSINESS CORPORATION)

Know all Men by these Presents, That we Z. Hershel Smith, Mollie Smith
and Earl M. Smith

all of lawful age, hereby agree to and with each other:

FIRST. To associate ourselves together with the intention of forming a corporation under and by virtue of the powers conferred by Chapters 7-1 to 7-5 (inclusive), 7-9 and 7-10 of the General Laws of Rhode Island, as amended.

SECOND. Said corporation shall be known by the name of _____
DAVID LONDON & SONS, INC.

THIRD. Said corporation is formed (as permitted by § 7-2-3 of the General Laws) for the purpose of carrying on the business of manufacturers of and dealers in new and used bags, sacks, wrappers, boxes, tubes, cans, trays and all varieties of containers, receptacles and devices for packing, packaging, bailing, transporting, storing and preserving merchandise and materials, whether collapsible or otherwise, and packaging and packing materials and supplies for use in agriculture, industry and commerce, made of textile fibres, fabrics, plastic, paper, rubber, pulp, wood, metal, synthetic and other materials; engaging in the business of real estate ownership, management and leasing; lending money, dealing in accounts receivable, sales contracts, leases of personal property, negotiable instruments and securities; guaranteeing securities and evidences of indebtedness of others; and managing businesses for others; the enumeration herein of specific powers not constituting a limitation as to the exercise of general powers now or hereafter conferred upon the corporation by law.

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See § 7-2-10 of the General Laws.)

To do any lawful act which is necessary or proper to accomplish the purposes of its incorporation. Without limiting or enlarging the effect of this general grant of authority, it is hereby specifically provided that every corporation shall have power:

- (a) to have perpetual succession in its corporate name, unless a period for its duration is limited in its articles of association or charter;
- (b) to sue and be sued in its corporate name;
- (c) to have and use a common seal, and alter the same at pleasure;
- (d) to elect such officers and appoint such agents as its business requires, and to fix their compensation and define their duties;
- (e) to make by-laws not inconsistent with the Constitution or laws of the United States or of this state, or with the corporation's charter, or articles of association, determining the time and place of holding and the manner of calling and of conducting meetings of its stockholders and directors, the manner of electing its officers and directors, the mode of voting by proxy, the number, qualifications, powers, duties and term of office of its officers and directors, the number of directors and of shares of stock necessary to constitute a quorum, which number may be less than a majority, and the method of making demand for payment of subscriptions to its capital stock, and providing for an executive committee to be elected from and by the board of directors and defining its powers and duties, and containing any other provisions, whether of the same or of a different nature, for the management of the corporation's property and the regulation and government of its affairs;
- (f) to make contracts, incur liabilities and borrow money;
- (g) to acquire, hold, sell and transfer shares of its own capital stock; provided, that no corporation shall use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of the capital of the corporation;
- (h) to acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of any bonds, securities or evidences of indebtedness created by, or the shares of the capital stock of, any other corporation or corporations of this state or of any other state, country, nation or government, and while owner of said stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon;
- (i) to guarantee, if authorized so to do by its charter or articles of association, any bonds, securities or evidences of indebtedness created by or dividends on or a certain amount per share in liquidation of the capital stock of any other corporation or corporations created by this state or by any other state, country, nation or government;
- (j) to acquire, hold, use, manage, convey, lease, mortgage, pledge or otherwise dispose of within or without this state any other property, real or personal, which its purposes shall require;
- (k) to conduct business and have offices in this state and elsewhere; provided, however, that nothing in this section contained shall authorize any corporation to carry on the business of a bank, savings bank or trust company.

(OVER)

FOURTH. Said corporation shall be located in Lincoln, Rhode Island.
(City or Town)

FIFTH. The TOTAL amount of authorized capital stock of said corporation, with par value, shall be _____ (\$ _____) dollars as follows, viz:
Common stock in the amount of _____ (\$ _____)
dollars to be divided into _____ (_____) shares of
the par value of _____ (\$ _____) dollars each; and
Preferred stock in the amount of _____ (\$ _____)
dollars, to be divided into _____ (_____) shares, of
the par value of _____ (\$ _____) dollars each.

(Or if capital stock is without par value)

The TOTAL number of shares of capital stock authorized, without par value, shall be
Six Hundred _____ (600) shares
as follows, viz:— Six Hundred _____ (600) shares of
Common stock, without par value; and
_____ (_____) shares of
Preferred stock, without par value.

(If capital stock is divided into two or more classes) Description of several classes of stock, including terms on which they are created, and voting rights of each, viz:—

The common stock shall be divided into 200 shares of Class A common stock and 400 shares of Class B common stock. There shall be no distinction between the two classes, except that the holders of Class B common stock shall have no voting power for any purpose whatsoever and the holders of Class A common stock shall, to the exclusion of the holders of Class B common stock, have full voting powers for all purposes.

No stockholder or the executor or administrator of any deceased stockholder shall transfer stock of the corporation without first offering the same to the corporation and other stockholders in accordance with the provisions of the By-Laws.

SEVENTH. No contract or other transaction between this corporation and any other corporation and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation; any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the board of directors or such members thereof as shall be present at any meeting of the board at which action upon any such contract or transaction

~~shall~~ shall be taken; and any director of this corporation who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the board of directors of the corporation which shall authorize any such contract or transaction, and may vote thereat to authorize any such contract or transaction, with like force and effect as if he were not such director or officer of such other corporation or not so interested.

NINTH

In Testimony Whereof, We have hereunto set our hands and stated our residences this 1st day of July, A. D. 19 69

NAME	RESIDENCE (No. Street, City or Town)
<i>Z. Hershel Smith</i>	134 Brown Street, Providence
<i>Mollie Smith</i>	211 Waterman Street, Providence
<i>Earl M. Smith</i>	134 Brown Street, Providence

STATE OF RHODE ISLAND, } City }
COUNTY OF Providence } In the } of Providence
in said county this 1st day of July, A. D. 19 69
then personally appeared before me Z. Hershel Smith, Mollie Smith and Earl M. Smith

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.

Frederic Smith
Notary Public

✓ ✓
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(BUSINESS CORPORATION)

ORIGINAL

ARTICLES OF ASSOCIATION OF

DAVID LONDON & SONS, INC.

REC-OF
JUL 23-69 STATE 858 00*****5.00

FILED IN THE OFFICE OF THE
SECRETARY OF STATE

JUL 23 1969 19

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1000
Filing fee: \$5.00

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH,
OF**

David London & Sons, Inc.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section _____ of the General Laws, 1956, as
(Insert "7-1.1-12" if a domestic corporation, or "7-1.1-107" if a foreign corporation.)
amended, the undersigned corporation, organized under the laws of the State of Rhode
Island _____, submits the following statement for the purpose of changing its
registered office or its registered agent, or both, in the State of Rhode Island:

FIRST: The name of the corporation is David London & Sons, Inc.

SECOND: The address of its present registered office is _____

THIRD: The address to which its registered office is to be changed is
134 Brown Street, Providence, Rhode Island 02906

FOURTH: The name of its present registered agent is _____

FIFTH: The name of its successor registered agent is Archie Smith

SIXTH: The address of its registered office and the address of the business office of
its registered agent, as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its board of
directors.

Dated December 6, 1972

David London & Sons, Inc.

By *David London*
Its President

STATE OF Rhode Island }
COUNTY OF Providence } Sc.

At Providence in said county on this 15th day
of December, 1972, personally appeared before me
David London, who, being by me first duly sworn, declared that he
is the President of David London & Sons, Inc.
that he signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Archie Smith
Notary Public

FORM 9 2100 1-71
DEC 19 1972



State of Rhode Island and Providence Plantations

OFFICE OF THE GENERAL TREASURER

Nº 40991

Providence

July 23, 1969

I Hereby Certify That David Anderson, Doer

has paid into the State Treasury a fee of

Eighty

Dollars for

License for

in accordance with the provisions of 7-19, General Laws.

Raymond H. Sparrow,
General Treasurer.