

100 NORTH MAIN STREET  
PROVIDENCE, RI 02903

Corp. I.D. #

85712

**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 Colonial Construction of Newport, Inc.

(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:

The operation of a general contracting business,  
and any other purpose allowed under the statutes  
of the State of Rhode Island;

**FILED**

AUG 18 1995

By

[Signature]  
147093

RECEIVED  
SECRETARY OF STATE  
AUG 18 1 17 PM '95

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

(a) *If only one class:* Total number of shares .....2,000....

(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.)

with no par value

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 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:

No shareholder or shareholder's devisee shall sell, assign, hypothecate or otherwise encumber their shares without the written consent of all the other shareholders. Notwithstanding the above, if any shareholder shall transfer, sell, assign, hypothecate or otherwise encumber their shares, the remaining shareholders, or the corporation, reserve the right to purchase such shares for the assessed value, applying such amount necessary to the debts for which the shares were encumbered.

Further, if any shareholder wishes to divest himself of his shares, all other shareholders and/or the corporation, shall have the right of first refusal to purchase said shares for their assessed value. If those shareholders or the corporation do not exercise this right of first refusal within thirty days of written notice of the sale, then the selling shareholder has the right to sell his shares to the public.

SEVENTH. The address of the initial registered office of the corporation is  
55 Memorial Blvd., Newport R.I. 02840 (add Zip Code)  
and the name of its initial registered agent at such address is:  
Thomas B. Orr, Esq.

  
Signature of registered agent

EIGHTH. The number of directors constituting the initial board of directors of the corporation is one (1) 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 Mazza	P.O. Box 1416, Newport, R.I.

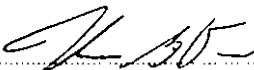
NINTH. The name and address of each incorporator is:

Name	Address
Thomas B. Orr, Esq.	55 Memorial Blvd., Newport, R.I.

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

immediately

Dated August 17, 1995

  
Signature of each incorporator  
Thomas B. Orr

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

in said county this 17th day of August, A.D. 19 95

then personally appeared before me Thomas B. Orr

~~each and~~ 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.

*Lawrence P. Monger*  
Notary Public  
Lawrence P. Monger  
My Commission Expires: 07/18/97