



State of Rhode Island and Providence Plantations
Department of State - Business Services Division

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CORPORATIONS DIV
2018 AUG -7 PM 1:48

Articles of Organization

DOMESTIC Limited Liability Company

→ Filing Fee: \$150.00

Pursuant to the provisions of RIGL 7-16, the following Articles of Organization are adopted for the limited liability company to be organized hereby:

1. The name of the limited liability company is: Johnson Brothers Rhode Island Realty Investment II, LLC		
2. The name and address of the initial resident agent/office in Rhode Island is: Name Orson and Brusini Ltd. Street Address (NOT a P.O. Box) 144 Wayland Avenue City/Town Providence State RHODE ISLAND Zip Code 02906		
3. Under the terms of these Articles of Organization and any written operating agreement made or intended to be made, the limited liability company is intended to be treated for purposes of federal income taxation as (check ONE box): <input checked="" type="checkbox"/> partnership or <input type="checkbox"/> a corporation or <input type="checkbox"/> disregarded as an entity separate from its member		
4. The address of the principal office of the limited liability company if it is determined at the time of organization: Street Address 55 Sand Island Lane City/Town Otisfield State Maine Zip Code 04270		
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 RIGL 7-16, unless a more limited purpose or duration is set forth in Section 6 of these Articles of Organization.		

FILED

AUG 07 2018

BY KL 336458
1:48

MAIL TO:

Division of Business Services
148 W River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040
Website: www.sos.ri.gov

6. Additional provisions, if any, not inconsistent with law, which the member(s) elect to have set forth in these Articles of Organization, including, but not limited to, any limitation of the purpose(s) or duration for which the limited liability company is formed, and any other provision which may be included in an operating agreement:

See addendum, attached.

Check this box to indicate attachment. ☒

7. The Limited Liability Company is to be managed by:

You MUST check one box:

☐ Its member(s) (If you have checked this box, skip to Section 8. Do not fill out the chart below.)

☒ One (1) or more manager(s) (If the limited liability company has manager(s) at the time of the filing of these Articles of Organization, state the name and address of each manager below.)

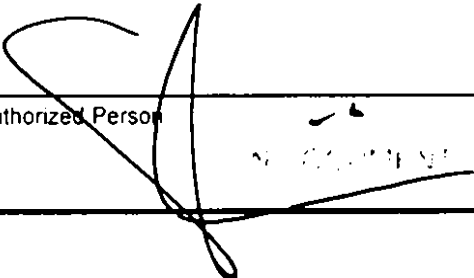
MANAGER	ADDRESS
Corey E. Johnson	179 Lake Street, Peabody, MA 01960
Brendon E. Johnson	179 Lake Street, Peabody, MA 01960
Garrick B. Johnson	55 Sand Island Lane, Otisfield, ME 04270
Darryl E. Johnson	179 Lake Street, Peabody, MA 01960

8. Date when these Articles of Organization will be effective: **CHECK ONLY ONE BOX**

☒ Date received (Upon filing)

☐ Later effective date (Date must be no more than 30 days from the day of filing) _____

Under penalty of perjury, I declare and affirm that I have examined these Articles of Organization, including any accompanying attachments, and that all statements contained herein are true and correct.

Name of Authorized Person		Address	
Stephen M. Brusini, Esq., Organizer		144 Wayland Avenue	
City/Town	State	Zip Code	
Providence	Rhode Island	02906	
Signature of Authorized Person			Date
			August 07, 2018

ADDENDUM TO
ARTICLES OF ORGANIZATION OF
Johnson Brothers Rhode Island Realty Investment II, LLC

6. Additional provisions which the members elect to have set forth in these Articles of Organization:

6.1. The company shall have the authority to guarantee 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 corporation or other entity created by this state or by any other state, country, nation, or government, provided such corporation or other entity is formed for purposes similar to the purposes of this company or is engaged in the same or a substantially similar business or transacts business with this company or is owned or controlled by the same or substantially similar interests; but nothing herein contained shall authorize this company to carry on the business of a surety or indemnity company.

6.2. The company shall have the authority to guarantee in any way permitted by law the performance of any of the contracts or other undertakings in which the company may otherwise be or become interested, of any corporation, association, partnership, firm, trustee, syndicate, individual, government, state, municipality, or other political or governmental division or subdivision, domestic or foreign, as may be permitted by law.

6.3. The company shall have the authority to promote or assist, financially or otherwise, corporations, syndicates, partnerships, trusts, trustees, individuals, or associations of all kinds, and to give any guaranty in connection therewith for the payment of money or for the performance of any obligation or undertaking.

6.4. Section 7-16-21 of the Rhode Island General Laws (1956), as amended, regarding written consents of members and managers is hereby adopted.

6.5. The company, or any subsidiary or affiliated company thereof, shall indemnify and hold harmless each person (and his heirs, administrators, and executors) who shall serve at any time hereafter as a member or manager of the company or any subsidiary or affiliated company thereof from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a member or manager of the company or any subsidiary or affiliated company thereof, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such member or manager and shall indemnify each such person for all legal and other expenses reasonably incurred by him in connection with any such claim of liability; provided, however, that no such member or manager shall be indemnified against or reimbursed for any expense incurred in connection with any claim or claims made against him, her, or it that the company has reasonably determined to have resulted from: (a) any breach of said person's duties of loyalty or fiduciary duties to the company or its members; (b) acts or omissions not in good faith or which involve willful misconduct, gross negligence, or knowing violation of law; or (c) a transaction or transactions from which the person seeking indemnification derived improper personal benefit. The rights accruing to any person under the foregoing provisions of this article shall not exclude any other right to which he or she may be lawfully entitled, nor shall anything herein contained restrict the right of the company to indemnify or reimburse such person in any proper case even though not specifically herein provided for. The company, its members and managers, shall be fully protected in taking any action or making any payment under this article, or in refusing so to do, in reliance upon the advice of counsel.

6.6. To the extent any provision of these Articles of Organization shall conflict with any provision of the operating agreement of the company, the operating agreement shall control.

**Johnson Brothers Rhode Island Realty Investment, LLC
55 Sand Island Lane
Otisfield, ME 04270**

August 07, 2018

VIA HAND DELIVERY

R.I. Secretary of State's Office
Corporations Division
148 West River Street
Providence, RI 02904

Re: *Organization of Johnson Brothers Rhode Island Realty Investment II, LLC*

Dear Sir/Madam:

Please accept this letter as the consent of Johnson Brothers Rhode Island Realty Investment, LLC to allow Stephen M. Brusini, Esq. and/or any agent or representative of the law firm Orson and Brusini Ltd. a Rhode Island corporation located at 144 Wayland Avenue, Providence, RI 02906, to organize a Rhode Island limited liability company with the Rhode Island Secretary of State with the name "Johnson Brothers Rhode Island Realty Investment II, LLC." Please do not hesitate to contact me with any questions (207-595-2535). Thank you for your assistance.

Very truly yours,

Johnson Brothers Rhode Island Realty
Investment, LLC

Corey Johnson

By: _____
Corey E. Johnson, Manager