

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION.

(BUSINESS CORPORATION)

Know all Men by these Presents, That we.....Charles Fredin, Hyman Fredin, and
Morris S. Waldman,.....

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 Article II of Chapter 248 of the General Laws of Rhode Island.

SECOND. Said corporation shall be known by the name of.....
Charles Fredin, Inc.

THIRD. Said corporation is formed (as permitted by Sec. 4 of said Chapter 248) for the purpose of.....engaging in the beverage and liquor business, wholesale,
and any other lawful business.....

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See Sec. 5, Chapter 248 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 said 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 these 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 these 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 paragraph (a) to (k) inclusive contained shall authorize said corporation to carry on the business of a bank, savings bank or trust company.

SEVENTH.....

EIGHTH.....

NINTH.....

In Testimony Whereof, We have hereunto set our hands and stated our residences
this 7th day of November, A. D. 1933.

NAME	RESIDENCE (No. Street, City or Town)
Charles Fradin	119 Pinchurst Avenue, Providence, R. I.
Hyman Fradin	101 Overhill Road, Providence, R. I.
Morris S. Waldman	121 Modena Avenue, Providence, R. I.

State of Rhode Island, }
County of Providence } In the City of Providence
in said county this 7th day of November, A. D. 1933
then personally appeared before me Charles Fradin, Hyman Fradin and
Morris S. Waldman

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.

Thomas H. Gardiner
Notary Public

(BUSINESS CORPORATION)

ORIGINAL

ARTICLES OF ASSOCIATION OF

Charles Fredin, Inc.

FILED IN THE OFFICE OF THE
SECRETARY OF STATE.

NOV 7 1933

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State of Rhode Island and Providence Plantations

5279 OFFICE OF THE GENERAL TREASURER

Providence, November 7, 1933.

I Hereby Certify That Morris S. Waldman

has paid into the State Treasury a fee of Twenty-five and no/100

Dollars for Incorporation

in accordance with the provisions of Chapter 248, General Laws, and all acts in amendment thereof.

\$ 25.00

William H. Bruce

General Treasurer I. D.

[Fee for Filing, \$2.00]

State of Rhode Island and Providence Plantations

Know all Men by these Presents,

That the Charles Fradin, Inc., a corporation created by and duly organized under the laws of the State of Rhode Island, hereby constitutes and appoints Hyman Fradin of the city of Providence in the State of Rhode Island, to be its true and lawful attorney, with authority, for and in behalf of said corporation, to accept and acknowledge service of all process including the process of garnishment, against said corporation in said State in any action, suit or other proceeding which may be brought against said corporation in any court in said State and upon whom all such process, including the process of garnishment, against said corporation in said State, may be served, and who, in case of garnishment, when the fees therefor shall have been paid or tendered, may for and in behalf of said corporation make the affidavit required by law in such cases; and said corporation does hereby admit and agree that any such acceptance or acknowledgment of service of process by said attorney, and any such service of process upon said attorney, shall be deemed sufficient. This appointment is to continue in force for the period of time and upon the terms and conditions provided in Section 16 of Chapter 116 of the General Laws of Rhode Island, as amended.

IN TESTIMONY WHEREOF, the corporation aforesaid has caused its name to be hereto subscribed and its corporate seal to be affixed by its Secretary for that purpose duly

(Designation of Officer)

authorized this 5th day of June 19 40

Max Fradin
Secretary

[CORPORATE SEAL]

(Designation of Officer)

State of Rhode Island

County of Providence

In the city of Providence on this 5th day of June 19 40, before me personally appeared the above named

Max Fradin who is known to me to be the Secretary

(Designation of Officer)

of the corporation above named, and described in and who executed the foregoing instrument, who being by me duly sworn, did depose and say that he is Secretary of the

(Designation of Officer)

Charles Fradin, Inc.

(Name of Corporation)

above named, and that he

knows the corporate seal thereof; that the seal affixed to the foregoing instrument is the corporate seal of said corporation and was affixed thereto by order of the Board of Directors of said corporation, and that he has subscribed the name of said corporation thereto by the like order, as

(Designation of Officer)

Secretary of said corporation.

Subscribed and sworn to before me this 5th day of

(NOTARIAL SEAL)

June

19 40

Samuel Gershoff NOTARY PUBLIC.

STATE OF RHODE ISLAND,
PROVIDENCE, SC.

I, Hyman Fradin of the city of Providence in said

State, do hereby consent to and accept the foregoing appointment as resident attorney for the purposes aforesaid this 5th day of June 19 40

STATE OF RHODE ISLAND,
PROVIDENCE, SC.

In the city of Providence this 5th day of June 19 40, personally appeared before me the above named Hyman Fradin who is known to me to be the person described in and who executed the foregoing consent and acceptance and acknowledged that he executed the same for the purposes therein mentioned.

Before me,

(NOTARIAL SEAL)

Samuel Gershoff NOTARY PUBLIC.

POWER of ATTORNEY

FROM

Charles Fradin, Inc.

(A Rhode Island Corporation)

APPOINTING

Hyman Fradin
(Attorney)

385 Charles St., Prov.
(Business Address)

ITS

Attorney for Service of Process

STATE OF RHODE ISLAND &c.
OFFICE OF THE SECRETARY OF STATE

Filed JUN 8 - 1947 19
