

Filing Fee \$150.00

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

CORPORATIONS DIVISION

100 NORTH MAIN STREET

PROVIDENCE, RI 02903

Corp. I.D. #

80714

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 B.S.I., 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:

To transact any lawful business which corporations may be incorporated under the Rhode Island Business Corporation Acts; to have all powers conferred upon corporations organized under the Rhode Island Business Corporation Act and to generally engage in the business of operating and owning an inn/hotel and commercial parking facility and to do anything necessary and pertinent to said business and other related uses.

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STATE OF RHODE ISLAND  
CORPORATIONS DIVISION

FILED

JUL 22 1994

By: [Signature] / 22792

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

(a) *If only one class:* Total number of shares ..... 1000 .....

(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.)

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.)

Not Applicable

FIFTH. Provisions (if any) dealing with the preemptive right of shareholders pursuant to §7-1.1-24 of the General Laws, 1956, as amended:

Not Applicable

SIXTH. Provisions (if any) for the regulation of the internal affairs of the corporation:

The common stock without par value, of the corporation, may be issued by the Board of Directors, from time to time, for such consideration, consisting of cash, services, personal property, tangible or intangible, or real estate, as may be fixed from time to time, by the Board of Directors of the corporation.

Any action by shareholders without a meeting upon written consent of all shareholders may be taken in accordance with Section 7-1.1-30.3 of the Rhode Island Business Corporations Act.

SEVENTH. The address of the initial registered office of the corporation is 42 Granite Street, Westerly, Rhode Island 02891 (add Zip Code) and the name of its initial registered agent at such address is: George A. Camolli

Signature of registered agent

EIGHTH. The number of directors constituting the initial board of directors of the corporation is three (3) 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
Peter J. Catalano, President	c/o 45 Bay Street, Watch Hill, RI 02891
Mark A. Szaro, Vice President	38 Bay Street, Watch Hill, RI 02891
Dana V. Catalano, Secretary/Treasurer	c/o 45 Bay Street, Watch Hill, RI 02891

NINTH. The name and address of each incorporator is:

Name	Address
Mark A. Szaro, Vice President	38 Bay Street, Watch Hill, RI 02891

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

July 22, 1994

Dated

7/20

, 19 94

Signature of each incorporator

STATE OF RHODE ISLAND

COUNTY OF Washington

} In the City  
Town }

of Westerly

in said county this 20<sup>th</sup> day of July, A.D. 19 94

then personally appeared before me Mark Szaro

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.

Susan E Bookataub  
Notary Public  
SUSAN E BOOKATAUB  
my comm EXP. 7-2-95