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ID Number: 153119



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

FILED

JAN 20 2006

By AMF
87601

BUSINESS CORPORATION
ARTICLES OF INCORPORATION

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.2 of the General Laws of Rhode Island, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is RAY GAGNON ELECTRIC INC

(This is a close corporation pursuant to § 7-1.2-1701 of the General Laws, 1956, as amended.) (Strike if inapplicable.)

2. The total number of shares which the corporation has authority to issue is:

(a) If only one class: Total number of shares 1000 ALL WITHOUT PAR VALUE

or

(b) If more than one class: Total number of shares of each class _____

A statement of all or any of the designations and the powers, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them, which are permitted by the provisions of Chapter 7-1.2 of the General Laws, 1956, as amended, in respect of any class or classes of shares of the corporation and the fixing of which by the articles of association is desired, and an express grant of the authority as it may then be desired to grant to the board of directors to fix by vote or votes any of them that may be desired but which is not fixed by the articles:

3. The address of the initial registered office of the corporation is 650 WASHINGTON HWY.

(Street Address, not P.O. Box)

LINCOLN, RI 02865 and the name of its initial registered agent
(City/Town) (Zip Code)

at such address is JOSEPH RAHEB, ESQ.
(Name of Agent)

4. The corporation has the purpose of engaging in any lawful business, and shall have perpetual existence until dissolved or terminated in accordance with Chapter 7-1.2.

5. Unless otherwise stated all authorized shares are deemed to have a nominal or par value of \$0.01 per share.

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6. Additional provisions, if any, not inconsistent with Chapter 7-1.2 which the incorporators elect to have set forth in these Articles of Incorporation:

SEE ATTACHED EXHIBIT A.

Multiple horizontal lines for additional provisions.

7. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
JOSEPH RAHEB, ESQ	650 WASHINGTON HWY., LINCOLN, RI 02865

8. These Articles of Incorporation shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing UPON FILING

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

Date: JANUARY 13, 2006

Joseph Raheb
Signature of each Incorporator

EXHIBIT A

ARTICLES OF INCORPORATION FOR RAY GAGNON ELECTRIC INC

SECTION 5.

No stockholder shall sell any stock of the corporation held by the stockholder without first giving written notice to the corporation of stockholder's intention to sell the same and giving the corporation the right to purchase said stock at the lowest price at which the stockholder is willing to sell, before the same shall be sold to any other party. The corporation shall have thirty (30) days from the receipt of said offer, within which to exercise the right to purchase said stock so offered to it. If said offer is not accepted within said time, or if the corporation, through its Board of Directors, waives the right of preemption, the stockholder shall be at liberty to sell said stock for not less than the price set forth in the notice. If the corporation has no Board of Directors, a majority of the officers of the corporation may waive the right of preemption. In the event the selling stockholder is an officer, he/she may not participate in the vote to waive the right of preemption unless he/she is the only officer.