

# State of Rhode Island and Providence Plantations

## ORIGINAL ARTICLES OF ASSOCIATION

### (BUSINESS CORPORATION)

Know all Men by these Presents, That we BENJAMIN P. HARRIS, III,  
V. DUNCAN JOHNSON, and PAUL F. GREENE, all of the City and County of  
Providence in the State of Rhode Island

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 Chapters 7-1 to 7-5 (inclusive), 7-9 and 7-10 of the General Laws of Rhode Island, as amended.

SECOND. Said corporation shall be known by the name of  
VALLEY QUEEN SOAP COMPANY

THIRD. Said corporation is formed (as permitted by § 7-2.3 of the General Laws)

(1) To buy, sell and deal in soaps, detergents and like products, both at wholesale and retail; to purchase, lease or otherwise acquire or obtain franchises and licenses to sell soaps and detergents and like products, and to serve as the sales agent for manufacturers and producers of such products; to apply for, obtain, register, purchase, lease or otherwise to acquire, and to hold, use, own, operate, and introduce, and to sell, assign, or otherwise to dispose of, any trade marks, trade names, patents, inventions, improvements and processes used in connection with or secured under letters patent of the United States or elsewhere, or otherwise; to use, exercise, develop, grant licenses in respect of, or otherwise to turn to account any such trade marks, patents, licenses, processes and the like, or any such property or rights; to own, construct, manage, plan, acquire, lease, buy, sell, exchange, mortgage, construct or otherwise deal in commercial real properties; and in general to exercise and perform any and all other powers, necessary, incident or convenient to the business aforesaid;

(2) to purchase, subscribe for, assign, pledge or otherwise acquire, hold, own, sell or otherwise dispose of stocks, bonds, shares, debentures, securities and other evidences of ownership in or indebtedness of any person, firm, association, corporation, state or government, and, while the owner or holder thereof, to exercise all the rights, powers and privileges of ownership including the right to vote thereon; to pledge or charge all or any part of the property and rights of the corporation, and in general to exercise all powers incidental thereto;

(3) to incur indebtedness for any purposes of the corporation and to issue its bonds, debentures, notes or other evidences of indebtedness therefor and to secure the same by mortgage, pledge, deed of trust or other lien on its property, franchises, rights and privi-

~~(1) 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 ~~the indebtedness of any corporation or corporation~~ 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 this section contained shall authorize any corporation to carry on the business of a bank, savings bank or trust company.

(OVER)

FOURTH. Said corporation shall be located in West Warwick, Rhode Island.  
(City or Town)

FIFTH. The TOTAL amount of authorized capital stock of said corporation, with par value, shall be (\$ ) dollars as follows, viz:  
Common stock in the amount of (\$ )  
dollars to be divided into ( ) shares of  
the par value of (\$ ) dollars each; and  
Preferred stock in the amount of (\$ )  
dollars, to be divided into ( ) shares, of  
the par value of (\$ ) dollars each.

(Or if capital stock is without par value)

The TOTAL number of shares of capital stock authorized, without par value, shall be  
Five Hundred (500) shares  
as follows, viz:—Five Hundred (500) shares of

~~Common stock, without par value, and~~

~~(xxxxxxxxxx) shares of~~  
~~Preferred stock, without par value, and~~

(If capital stock is divided into two or more classes) Description of several classes of  
stock, including terms on which they are created, and voting rights of each, viz:—

SIXTH. (If not perpetual) The period of duration of said corporation shall ~~be~~  
~~not~~ be perpetual

(Further provisions not inconsistent with law)

SEVENTH Said corporation shall have the right in case of the sale of shares of stock of any stockholder to purchase said shares at the lowest price at which said stockholder is willing to sell before the same shall be sold by him to any other party; provided, however, that said corporation shall exercise its right to purchase

~~within~~ within thirty (30) days after the stockholder shall have notified it in writing of his desire to sell said shares and the price at which he is willing to sell, and if the corporation shall decide to purchase said shares, such stockholder shall, upon tender of the purchase price thereof, transfer to the corporation the shares

~~so~~ so sold, and if the corporation shall not elect to purchase said shares within the said thirty (30) days, then such stockholder may, at any time within twenty (20) days after the expiration of said thirty (30) days, sell said shares to any other party but at not less than the price at which the same were offered to this corporation.

In Testimony Whereof. We have hereunto set our hands and stated our residences this 11<sup>th</sup> day of January, A. D. 1968

NAME

RESIDENCE  
(No. Street, City or Town)

Benjamin P. Harris, III  
(Benjamin P. Harris, III)

6 Irving Avenue, Providence, R. I.

V. Duncan Johnson  
(V. Duncan Johnson)

100 Morris Avenue, Providence, R. I.

Paul F. Greene  
(Paul F. Greene)

109 Arlington Avenue, Providence, R. I.

STATE OF RHODE ISLAND, }

City  
In the

} of Providence

COUNTY OF

~~Town~~

in said county this 11<sup>th</sup> day of January, A. D. 1968

then personally appeared before me Benjamin P. Harris, III, V. Duncan Johnson, and Paul F. Greene

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.

John F. Ball  
Notary Public

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(BUSINESS CORPORATION)

ORIGINAL

ARTICLES OF ASSOCIATION OF

VALLEY QUEEN SOAP COMPANY

SEC-OF  
M 12-68 STATE 230 CD\*\*\*5.00

FILED IN THE OFFICE OF THE  
SECRETARY OF STATE

JAN 12 1968

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State of Rhode Island and Providence Plantations

OFFICE OF THE GENERAL TREASURER

No 38431

Providence January 12, 1968

I Hereby Certify That VALLEY QUEEN SOAP COMPANY

has paid into the State Treasury a fee of

Eighty----- Dollars for Corporation

in accordance with the provisions of 7-19, General Laws.

Raymond H. DeFurco  
General Treasurer

VALLEY QUEEN SOAP COMPANY  
INCORPORATION

\$80.00

JAN 16 1968