

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION

(BUSINESS CORPORATION)

Know all Men by these Presents, That we, Christina M. Doctor, Marie E. Stone and Thomas Hetherington

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.

SECOND. Said corporation shall be known by the name of New England Linen Supply Company

THIRD. Said corporation is formed (as permitted by § 7-2-3 of the General Laws) for the purpose of operating a general retail, wholesale and commercial laundry and dry cleaning business, including the carrying on of a general linen service business engaged primarily in the rental of any kind of fabrics, bed linen, towels, aprons, coats, and uniforms; and to carry on any other operations or business allied with or pertaining and incidental thereto.

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See § 7-2-10 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 every 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 the corporation's charter, or 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 its charter or 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 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 Pawtucket, Rhode Island.
(City or Town)

FIFTH. The TOTAL amount of authorized capital stock of said corporation, with par value, shall be None (\$) 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
Six Hundred (600) shares
as follows, viz:— Six Hundred (600) shares of
Common stock, without par value; and
No (No) shares of
Preferred stock, without par value.

~~(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:—~~

Pursuant to the general laws of Rhode Island 1956 7-2-12 as amended,
authority is hereby conferred on the Board of Directors of the corpor-
ation to issue no par stock of the corporation from time to time for
such consideration consisting of cash, services, personal property,
tangible or intangible, or real estate as may be from time to time fixed
by the said Board of Directors. The vote fixing the consideration for
which any such stock is to be issued may provide that only a portion
of such consideration shall be capital and that the balance of such
consideration shall be received and applied by the corporation as
paid in surplus.

SEVENTH Before a stockholder of this corporation shall sell or otherwise dispose of any shares of stock in this corporation, he must first offer to sell the same to the corporation. His offer to sell must be in writing, and sent by registered mail, addressed to the corporation at its principal office, and such offer must be an offer to sell to the corporation for a price not in excess of the lowest price at which he is willing to sell to any other person. Should the corporation reject the offer or fail to make known its intentions with respect thereto within fifteen (15) days following receipt by it of said offer, then said stockholder shall be at ~~XXXXXX~~ liberty to make such other disposition of his stock as he shall see fit. This clause of pre-emption shall appear on all stock certificates.

NINTH

In Testimony Whereof, We have hereunto set our hands and stated our residences this 1st. day of April, A. D. 19 59

NAME	RESIDENCE (No. Street, City or Town)
<i>Christina M. Doctor</i>	198 Chapel St., Saylesville, R.I.
<i>Marie E. Stone</i>	21 Grove St., Pawtucket, R. I.
<i>Thomas Hetherington</i>	12 Massasoit Ave., Pawtucket, R.

STATE OF RHODE ISLAND, } City }
COUNTY OF PROVIDENCE } In the } of Pawtucket
 ~~XXXXXX~~
in said county this 1st. day of April, A. D. 19 59
then personally appeared before me Christina M. Doctor, Marie E. Stone
and Thomas Hetherington

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

(BUSINESS CORPORATION)

ORIGINAL

ARTICLES OF ASSOCIATION OF

NEW ENGLAND LINEN SUPPLY

COMPANY

FILED IN THE OFFICE OF THE
SECRETARY OF STATE

APR 29 1958

19

nl

LAW OFFICES

CROWE, HETHERINGTON & CHESTER

HENRY E. CROWE
THOMAS HETHERINGTON
BENJAMIN C. CHESTER

TEL. PA. 2-2180
255 MAIN STREET
PAWTUCKET, R. I.

April 2, 1959

Mr. James Carr
Office of the Secretary of State
State House
Providence, Rhode Island

Dear Jim:

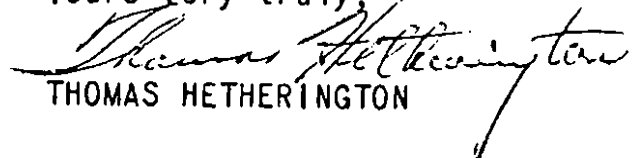
You will recall that on April 1, 1959 I tried to file incorporation papers using the name of New England Towel Supply, Inc. The name had been used in this state since 1887 by a partnership doing business in Pawtucket. You would not accept the papers because a Massachusetts corporation using the name of New England Towel Supply Company had previously registered the corporation in this state.

Today I tried to file incorporation papers for the same partnership under the name of New England Linen Supply Company and you would not accept these papers either because you thought the name was too similar to the name of the Massachusetts corporation. I personally see no similarity between the names because the words "linen" and "towel" in Webster's Dictionary have two entirely different meanings. The words New England are used by many corporations. I have discussed the matter with several people and they likewise feel as I do.

For tax reasons, it is very important that my clients incorporate as of April 1, 1959. Because of your refusal to accept the incorporation papers, a hardship is being imposed on my clients. Consequently I urge you to give this matter your prompt and serious consideration.

Enclosed find the articles of incorporation and a duplicate for the proposed corporation called the New England Linen Supply Company. Also enclosed find my check in the amount of \$25.00 payable to the General Treasurer and my check payable to the Secretary of State for \$2.00.

Yours very truly,


THOMAS HETHERINGTON

TH/cmd