

State of Rhode Island and Providence Plantations

ORIGINAL ~~DUPLICATE~~ ARTICLES OF ASSOCIATION

(BUSINESS CORPORATION)

Know all Men by these Presents, That we David S. LaSalle, Janine C. LaSalle,
and Richard N. LaSalle

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
David LaSalle, Inc.

THIRD. Said corporation is formed (as permitted by § 7-2-3 of the General Laws) for the purpose of carrying on in all its branches a general livestock and stock-raising farm and horse business; to buy, sell, exchange, breed, train, raise, export, import, and transport horses; to show horses for purposes of exhibition, public and private; to use horses for instructional purposes, and to generally deal in horses, cattle, and all kinds of domestic animals; to buy, own, operate, and carry on one or any number of harness and leather businesses; to buy and sell, and generally to deal in all types and kinds of harness, horse carriages, saddles and all other equipment and materials incidental to the riding, driving, training, breeding, raising, and displaying of horses, ponies, and all other kinds of domestic animals.

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 No. Scituate, Rhode Island.
(City or Town)

FIFTH. The TOTAL amount of authorized capital stock of said corporation, with par value, shall be ~~ten hundred~~ (\$ ~~1000.00~~) dollars as follows, viz: Common stock in the amount of ~~ten hundred~~ (\$ ~~1000.00~~) 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 two hundred (200) shares as follows, viz:— two hundred (200) shares of Common stock, without par value; and ~~XXXXXXXX~~ (~~200~~) 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:—

SIXTH. (If not perpetual) The period of duration of said corporation shall terminate Perpetual

(Further provisions not inconsistent with law)

SEVENTH

EIGHTH

NINTH

In Testimony Whereof, We have hereunto set our hands and stated our residences
this SEVENTEENTH day of JANUARY, A. D. 1968

NAME	RESIDENCE (No. Street, City or Town)
<u>David S. LaSalle</u>	<u>Peep Toad Road, No. Scituate, R. I.</u>
<u>Janine C. LaSalle</u>	<u>Peep Toad Road, No. Scituate, R. I.</u>
<u>Richard N. LaSalle</u>	<u>866 County Street, Somerset, Mass.</u>

MASSACHUSETTS
STATE OF ~~RHODE ISLAND~~ }
COUNTY OF BRISTOL } In the City of Somerset
Town
in said county this twenty-fourth day of January, A. D. 1968
then personally appeared before me the above-named David S. LaSalle,
Janine C. LaSalle, and Richard N. LaSalle

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.

Jeremiah V. Luongo
Jeremiah V. Luongo, Notary Public, for the
Commonwealth of Massachusetts - My Commission Expires December 30, 1971

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(BUSINESS CORPORATION)

~~DUPLICATE ORIGINAL~~

ARTICLES OF ASSOCIATION OF

DAVID LASALLE, INC.

JAN 25-66 SEC. 7 245 00-1111-5.03

ORIGINAL FILED IN THE OFFICE OF THE

SECRETARY OF STATE

JAN 25 1968

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in accordance with the provisions of 7-1-19 General Laws.
Signature of Secretary
General Treasurer

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Secretary of State hereby certify that
filed in the office of the Secretary of State on the
day of _____, A. D. 19____, an original and a duplicate
of the articles of association for forming a corporation under the name of _____
and that the foregoing is the duplicate of said articles of association.
WITNESS my hand and the seal of the State of
Rhode Island this _____ day of _____
the year _____
Secretary of State