

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION

(BUSINESS CORPORATION)

Know all Men by these Presents, That we ALVIN N. BIENER,
ROSINA FABRIZIO, and
RAUL L. LOVETT

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
SOUTH COUNTY BLOCK COMPANY, INC.

THIRD. Said corporation is formed (as permitted by § 7-2-3 of the General Laws)

1. Engaging in the business of making estimates on and erecting and constructing buildings, docks, wharves, sidewalks, roadways, and any other structure or thing that is to be made of concrete, and doing the concrete construction work on any structure or other thing that is in whole or in part to be made of concrete; manufacturing, buying, and selling concrete blocks of all kinds, shapes, and sizes. Acquiring and holding the necessary plant and equipment to carry out the above objects and acquiring, by purchase or otherwise, such gravel beds and sand banks as may be necessary.

2. Owning, operating, buying, leasing, granting the use of, selling, pledging, renting, mortgaging, conveying, and otherwise dealing in or disposing of lands, manufacturing, and mercantile establishments, warehouses, stores, markets, business and office buildings, houses, and any and all interests in real estate.

3. Guaranteeing 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, provided such other corporation is formed for purposes similar to the purposes of this corporation or is engaged in the same or a substantially similar business or transacts business with this corporation or is owned or controlled by the same or substantially similar interests; lending money to any such other corporation and securing any such guaranty by mortgage or through lien on its property, franchises, rights, and privileges of every kind and nature; but nothing herein contained shall authorize this corporation to carry on the business of a surety or indemnity company.

(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 Richmond, 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
SIX HUNDRED ----- (-600-) shares
as follows, viz:— SIX HUNDRED ----- (-600-) shares of
Common stock, without par value; and
() 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

(Further provisions not inconsistent with law)

SEVENTH: The corporation shall have the right, in case of a sale of any stock by any stockholders, to purchase said stock at the lowest price at which such stockholders is willing to sell the same before such stock may be sold to any other party; and no sale of any stock to any party other than the corporation shall be valid unless the offer to sell such stock, at the lowest price at which the holder thereof is willing to sell, shall have first been received in writing by the corporation. The corporation shall have thirty (30) days from the receipt of said offer in which to accept or reject said offer. A majority of the stockholders present at the meeting at which said offer is made, although said majority may not be a quorum, shall have the power to accept or reject such offer on behalf of the corporation.

Any stockholder who shall have offered his stock for sale to the corporation in accordance with the foregoing provisions may, at any time within thirty (30) days after the rejection of such offer by the corporation, or if the corporation shall neither accept nor reject such offer, then within sixty (60) days after such offer shall have been received by the corporation, sell the stock so offered to the corporation to any other party, but not for a price lower than that at which such stock shall have been previously offered to the corporation, and the corporation may require affidavits from the stockholder and the purchaser of such stock as to the price paid therefor before transferring such stock upon the books of the corporation.

EIGHTH: The common stock, without par value, may be issued by the corporation from time to time for such consideration, consisting of cash, services, personal property, tangible or intangible, or real estate, as the incorporators at their first meeting may agree, and thereafter as may be fixed from time to time by the stockholders of the corporation, and any and all such shares so issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock and not liable to any further call or assessment thereon and the holder of any such shares shall not be liable for any further payment thereon.

In Craftimony Wherof, We have hereunto set our hands and stated our residences this 11th day of October, A. D. 19 63

NAME	RESIDENCE (No. Street, City or Town)
<u>Alvin N. Biener</u>	136 Ninth Street, Providence, R. I.
<u>Rosina Fabrizio</u>	14 Connecticut Street, Cranston, R. I.
<u>Raul L. Lovett</u>	266 Waterman Street, Providence, R. I.

STATE OF RHODE ISLAND, }
COUNTY OF Providence } In the City of Providence }
in said county this 11th day of October, A. D. 19 63

then personally appeared before me Alvin N. Biener,
Rosina Fabrizio, and
Raul L. Lovett

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.

M. Louis Chalou
Notary Public.

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ORIGINAL

ARTICLES OF ASSOCIATION OF

SOUTH COUNTY BLOCK

COMPANY, INC.

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RECEIVED
UNDER G. L. 44-12
1963 OCT 1 10 25

FORFEITURE VACATED BY
TAX ADMINISTRATOR
UNDER G. L. 44-12
Jas. H. H. H. 7-22-69

FILED IN THE OFFICE OF THE
SECRETARY OF STATE

OCT 1 1963

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