



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$230.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Business Corporation
Articles of Incorporation**

(Chapter 7-1.2- of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the corporation is 325 Liberty Cedar, Inc.

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

ARTICLE II

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

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

Class of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>
CNP	\$0.0000	20,000.00

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:

THE RESTRICTIONS IMPOSED BY THE ARTICLES OF ORGANIZATION UPON THE TRANSFER OF
SHARES OF STOCK ARE AS FOLLOWS:

ANY STOCKHOLDER, INCLUDING THE HEIRS, ASSIGNS, EXECUTORS OR ADMINISTRATOR OF A
DECEASED STOCKHOLDER, DESIRING TO SELL OR TRANSFER SUCH STOCK OWNED BY HIM OR
THEM, SHALL FIRST OFFER IT TO THE CORPORATION THROUGH THE BOARD OF DIRECTORS IN THE
MANNER FOLLOWING:

HE SHALL NOTIFY THE DIRECTORS OF HIS DESIRE TO SELL OR TRANSFER BY NOTICE IN WRITING,
WHICH NOTICE SHALL CONTAIN THE PRICE AT WHICH HE IS WILLING TO SELL OR TRANSFER AND
THE NAME OF ONE ARBITRATOR. THE DIRECTORS SHALL WITHIN THIRTY DAYS THEREAFTER,
EITHER ACCEPT THE OFFER, OR BY NOTICE TO HIM IN WRITING NAME A SECOND ARBITRATOR,
AND THESE TWO SHALL NAME A THIRD. IT SHALL BE THEN THE DUTY OF THE ARBITRATORS TO
ASCERTAIN THE VALUE OF THE STOCK AND IF ANY ARBITRATOR SHALL NEGLECT OR REFUSE TO
APPEAR AT ANY MEETING APPOINTED BY THE ARBITRATORS, A MAJORITY MAY ACT IN THE
ABSENCE OF SUCH ARBITRATOR.

AFTER THE ACCEPTANCE OF THE OFFER, OR THE REPORT OF THE ARBITRATORS AS TO THE
VALUE OF THE STOCK, THE DIRECTORS SHALL HAVE SIXTY DAYS WITHIN WHICH TO PURCHASE
THE SAME AT SUCH VALUATION, BUT IF AT THE EXPIRATION OF SIXTY DAYS, THE CORPORATION
SHALL NOT HAVE EXERCISED THE RIGHT TO SO PURCHASE, THE OWNER OF THE STOCK SHALL BE
AT LIBERTY TO DISPOSE OF THE SAME IN ANY MANNER HE MAY SEE FIT.

NO SHARE OF STOCK SHALL BE SOLD OR TRANSFERRED ON THE BOOKS OF THE CORPORATION
UNTIL THESE PROVISIONS HAVE BEEN COMPLIED WITH, BUT THE BOARD OF DIRECTORS MAY IN
ANY PARTICULAR INSTANCE WAIVE THE REQUIREMENT

ARTICLE III

The street address (post office boxes are not acceptable) of the initial registered office of the corporation is:

No. and Street: 325 LIBERTY LANE

City or Town: WEST KINGSTON

State: RI

Zip: 02892

The name of its initial registered agent at such address is CHRISTOPHER CHAMPAGNE

ARTICLE IV

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.

ARTICLE V

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

THE PURPOSES FOR WHICH THE CORPORATION IS FORMED ARE AS FOLLOWS:

TO GENERALLY ENGAGE IN, DO AND PERFORM ANY ENTERPRISE, ACT OR VOCATION THAT A NATURAL PERSON MIGHT OR COULD DO OR PERFORM INCLUDING BUT NOT LIMITED TO ANY OF THE FOLLOWING:

A) RETAIL AND WHOLESALE SALE OF LUMBER AND RELATED PRODUCTS;

B) TO ACQUIRE, WITHOUT LIMIT AS TO AMOUNT IN ANY JURISDICTION, BUT CONFORMABLY TO THE LAWS THEREOF, BY PURCHASE, DEED, MORTGAGE, LEASE OR BY ANY OTHER METHOD, AND TO DISPOSE OF BY SALE, CONVEYANCE, MORTGAGE, OR BY ANY OTHER METHOD PERSONAL PROPERTY OF EVERY NAME, NATURE AND DESCRIPTION AND REAL PROPERTY, WHETHER IMPROVED OR UNIMPROVED.

C) TO BORROW MONEY FOR THE PURPOSES OF ACQUIRING REAL ESTATE OR ANY OTHER PURPOSE; TO GIVE MORTGAGES; TO EXECUTE NOTES; TO EXECUTE OTHER INSTRUMENTS OF SECURITY; AND TO GIVE, GRANT OR RECEIVE ANY DISCHARGES, PARTIAL RELEASES, EASEMENTS AND THE LIKE.

D) TO CARRY ON ANY AND ALL BUSINESS AS MERCHANTS, WHOLESALE AND RETAIL, IMPORTERS, AND EXPORTERS, GENERALLY WITHOUT LIMITATION AS TO CLASS OF PRODUCTS AND MERCHANDISE, AND TO REPAIR, BUY, SELL, AND OTHERWISE DEAL IN ANY MATERIALS, ARTICLES, OR THINGS WITHIN THE UNITED STATES.

E) TO MAKE AND ENTER INTO ALL KINDS OF CONTRACTS, AGREEMENTS, AND OBLIGATIONS BY OR WITH ANY PERSON OR PERSONS, CORPORATION, OR CORPORATIONS, FOR THE PURCHASING, ACQUIRING, HOLDING, MANUFACTURING AND SELLING OR OTHERWISE DISPOSING OF, EITHER AS PRINCIPAL OR AGENT, UPON COMMISSION OR OTHERWISE, ALL GOODS, WARES, AND MERCHANDISE WITHIN THE UNITED STATES.

F) TO CARRY ON AND UNDERTAKE ANY BUSINESS, UNDERTAKING, TRANSACTION, OR OPERATION COMMONLY CARRIED ON OR UNDERTAKEN BY MERCHANTS, COMMISSION MEN, FACTORS, IMPORTERS, AND MANUFACTURER'S AGENTS AND EXPORTERS, AND IN THE COURSE OF SUCH BUSINESS TO DRAW, ACCEPT ENDORSE, ACQUIRE, AND SELL ALL OR ANY NEGOTIABLE OR TRANSFERABLE INSTRUMENTS AND SECURITIES.

G) TO DO A GENERAL COMMISSION MERCHANT'S AND SELLING AGENT'S BUSINESS; TO BUY, SELL, AND OTHERWISE DISPOSE OF, HOLD, OWN, PRODUCE, EXPORT AND IMPORT, AND DEAL IN, EITHER AS PRINCIPAL OR AGENT, AND UPON COMMISSION OR OTHERWISE, ALL KINDS OF PERSONAL PROPERTY WHATSOEVER; TO MAKE AND ENTER INTO ALL KINDS OF CONTRACTS, AGREEMENTS, AND OBLIGATIONS BY OR WITH ANY PERSON REQUIRING, REPAIRING, AND SELLING, AND DEALING IN ANY ARTICLES OF GOODS, WARES OR MERCHANDISE; AND GENERALLY TO EXERCISE FULL POWER TO PERFORM ANY AND ALL ACTS CONNECTED THEREWITH, OR ARISING THEREFROM, OR INCIDENTAL THERETO, AND ALL ACTS PROPER OR NECESSARY FOR THE PURPOSES OF THE BUSINESS.

H) TO ACT AS A PARTNER WITH ANY OTHER INDIVIDUAL OR ENTITY FOR ANY BUSINESS PURPOSE PROFITABLE TO THIS CORPORATION.

I) TO ENGAGE IN ANY COMMERCIAL ENTERPRISE DESIGNED TO BE PROFITABLE TO THIS CORPORATION AND IN CONFORMITY WITH RHODE ISLAND GENERAL LAWS, CHAPTER 7-1.2.

ARTICLE VI

The name and address of the each incorporator is:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
INCORPORATOR	PATRICIA HEINTZELMAN	97 LIBERTY STREET MIDDLETON, MA 01949 USA

ARTICLE VII

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.

Later Effective Date:

Signed this 17 Day of May, 2019 at 9:57:57 AM by the incorporator(s). *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

PATRICIA HEINTZELMAN

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State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly executed in
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as
amended, has been filed in this office on this day:

May 17, 2019 09:55 AM

The signature is written in a cursive, flowing style in blue ink. It appears to read "Nellie M. Gorbea".

Nellie M. Gorbea
Secretary of State

