

Filing Fee \$150.00

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE
CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RI 02903

91130

Corp ID. # _____

BUSINESS CORPORATION

ORIGINAL ARTICLES OF INCORPORATION

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

FIRST. The name of the corporation is ... B. & M. DRYWALL, INC.

(A close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended) (strike if inapplicable)

SECOND. The period of its duration is (if perpetual, so state) ... perpetual ...

THIRD. The purpose or purposes for which the corporation is organized are:

Installation and finishing of drywall and all other lawful purposes.

REC'D
AUG 11 1996
CORPORATIONS DIVISION

FILED

AUG 20 1996

B. M. DRYWALL, INC.
165920

FOURTH. The aggregate number of shares which the corporation shall have authority to issue is:

(a) *If only one class:* Total number of shares 1,000 shares all without par value

(If the authorized shares are to consist of one class only, state the par value of such shares or a statement that all of such shares are to be without par value.)

or

(b) *If more than one class:* Total number of shares

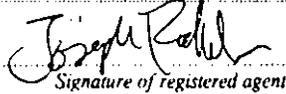
(State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of title 7 of the General Laws in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.)

FIFTH. Provisions (if any) dealing with the preemptive right of shareholders pursuant to §7-1.1-24 of the General Laws, 1956, as amended:

No stockholder shall sell any stock of the corporation held by him/her without first giving written notice to the corporation of his/her intention to sell the same and giving the corporation the right to purchase said stock at the lowest price at which he/she is willing to sell, before the same shall be sold by him/her to any other party. The corporation shall have thirty (30) days from the receipt of said offer, within which to exercise the right to purchase said stock so offered to it. If said offer is not accepted within said time, or if the corporation, through the Board of Directors, waives the right of pre-emption, the stockholder shall be at liberty to sell said stock for not less than the price named by him/her as set forth in the notice. If the corporation has no Board of Directors, a majority of the officers of the corporation may waive the right of pre-emption. In the event the selling stockholder is an officer, he/she may not participate in the vote to waive the right of pre-emption.

SIXTH. Provisions (if any) for the regulation of the internal affairs of the corporation:

SEVENTH. The address of the initial registered office of the corporation is 650 Washington Hwy., Lincoln, RI 02865 (add Zip Code) and the name of its initial registered agent at such address is: Joseph Raheb, Esq.


Signature of registered agent

EIGHTH. The number of directors constituting the initial board of directors of the corporation is one and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

(If this is a close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended, state the name(s) and address(es) of the officers of the corporation.)

Name	Address
Albert L. Williams, Jr. Board of Director, Pres., V. Pres., Sec. & Trea.	193 Colvin Town Road. Coventry, RI

NINTH. The name and address of each incorporator is:

Name	Address
Joseph Raheb, Esq.	650 Washington Hwy. Lincoln, RI

TENTH. Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation):

Upon filing

STATE OF RHODE ISLAND } ~~CITY~~ } of Lincoln
COUNTY OF Providence } In the Town }
in said county this 28th day of August, A.D. 19 96
then personally appeared before me Joseph Raheb

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.

Philip E. Irons
Notary Public