

# State of Rhode Island and Providence Plantations.

## ORIGINAL ARTICLES OF ASSOCIATION.

### (BUSINESS CORPORATION)

Know all Men by these Presents, That we Alexander Agronick, Benjamin Agronick and Sadie W. Agronick, all of the City and County of Providence and State of Rhode Island  
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 Article II of Chapter 248 of the General Laws of Rhode Island.

SECOND. Said corporation shall be known by the name of Capitol Stationery Company, Inc.

THIRD. Said corporation is formed (as permitted by Sec. 4 of said Chapter 248) for the purpose of engaging in the business of manufacturing, importing, exporting, producing, buying, selling, and otherwise generally dealing in stationery, office supplies, appliances, and materials; loose-leaf devices and books, also for the purpose of engaging in the business of printing, engraving, multigraphing, and any other business which can conveniently be carried on in connection therewith.

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See Sec. 5, Chapter 248 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 said 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 these 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 these 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 paragraphs (a) to (k) inclusive contained, shall authorize said corporation to carry on the business of a bank, savings bank or trust company, or the business of trading in bonds, notes, or other evidences of indebtedness.



SEVENTH. No stockholder of the company shall make sale of any of the stock of the company held by him without first giving notice to the company of his intention to sell the same and giving to the company the right to purchase said stock at the lowest price at which he is willing to sell, before the same shall be sold by him to any other party. The company shall exercise the right to purchase the stock so offered to it within fifteen days from the date of the receipt of said offer, and if not accepted within said time, the stockholder shall be at liberty to make sale of the stock so offered to the company in the open market for not less than the price named by him.

EIGHTH.....

Said corporation shall have a board of directors whose number, qualifications, terms of office, manner of election and powers and duties shall be prescribed by the by-laws. Said board is hereby authorized to fix from time to time the consideration for the issuance of stock without par value consisting of cash, services, personal property, tangible or intangible, or real estate.

NINTH.....

In Testimony Whereof, We have hereunto set our hands and stated our residence this 17th day of May, A. D. 1926.

NAME	RESIDENCE
Alexander Agronick	40 Mitchell St. Providence
Benjamin Agronick	96 Congress Ave. Providence
Sadie W. Agronick	40 Mitchell St., Providence

State of Rhode Island,

County of Providence }

In the City of ~~Down~~

of Providence

in said county this 17th day of May, A. D. 1926

then personally appeared before me Alexander Agronick, Benjamin Agronick and Sadie W. Agronick

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.

Frank J. Bellue

Notary Public.

(BUSINESS CORPORATION)

ORIGINAL

ARTICLES OF ASSOCIATION OF

Capitol Stationery Company, Inc.

FILED IN THE OFFICE OF THE  
SECRETARY OF STATE

MAY 17 1926

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State of Rhode Island and Providence Plantations

A 428 OFFICE OF THE GENERAL TREASURER

Providence, May 17, 1926.

I Hereby Certify That Capitol Stationery Company, Inc.

has paid into the State Treasury a fee of

Twenty-five Dollars for incorporation

in accordance with the provisions of Chapter 248, General Laws, and the acts in amendment thereof.

\$25.00

Richard W. Jennings  
General Treasurer.