



**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 WHMS, 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	100.00

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 SALE OR TRANSFER OF STOCK HELD BY ANY SHAREHOLDER SHALL BE SUBJECT TO THE FOLLOWING PROVISIONS:

A SHAREHOLDER DESIRING TO DISPOSE OF, OR TRANSFER, HIS/HER STOCK, AS AFORESAID, SHALL FIRST OFFER SUCH STOCK FOR SALE TO THE CORPORATION, AT THE LOWEST PRICE AT WHICH HE/SHE IS WILLING TO SELL THE SAME. IF FOR ANY REASON THE CORPORATION IS UNABLE TO, OR FAILS TO PURCHASE SUCH STOCK, SUCH STOCK SHALL BE OFFERED TO THE OTHER SHAREHOLDERS OF RECORD IN PROPORTION TO THE NUMBER OF SHARES THEY HOLD FOR A PERIOD OF THIRTY (30) DAYS, AT A PRICE NO LOWER THAN THAT AT WHICH IT WAS FIRST OFFERED TO THE CORPORATION. IF THE REMAINING SHAREHOLDERS SHALL ELECT NOT TO PURCHASE SAID STOCK, THE SHAREHOLDER SHALL BE AT LIBERTY TO SELL HIS/HER STOCK TO ANY OTHER PARTY AT A PRICE NOT LESS THAN THE PRICE AT WHICH IT WAS FIRST OFFERED TO THE CORPORATION AND TO THE REMAINING SHAREHOLDERS. THIS SECTION SHALL ALSO APPLY TO GIFTS, SALES OR TRANSFERS BY A SHAREHOLDER TO MEMBERS OF HIS/HER IMMEDIATE FAMILY. THE SAID COMMON STOCK WITHOUT PAR VALUE OF THIS CORPORATION MAY BE ISSUED FOR CASH, PERSONAL, AND REAL PROPERTY, TANGIBLE OR INTANGIBLE PROPERTY, OR OTHER CONSIDERATION AS MAY BE FIXED BY A MAJORITY OF THE STOCKHOLDERS.

ARTICLE III

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

No. and Street: 117 HIGH STREET

City or Town: WESTERLY

State: RI

Zip: 02891

The name of its initial registered agent at such address is MICHAEL P. LYNCH

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:

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	MICHAEL P. LYNCH	117 HIGH STREET WESTERLY, RI 02891 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 1 Day of August, 2019 at 4:06:00 PM 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.*

MICHAEL P. LYNCH

Form No. 100
Revised 09/07



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:

August 01, 2019 04:03 PM

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

