

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION

(BUSINESS CORPORATION)

Know all Men by these Presents, That we Victor J. Beretta, Samuel J. Kolodney and Patricia A. Pate

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, as amended.

SECOND. Said corporation shall be known by the name of

Allstate Builders, Inc.

THIRD. Said corporation is formed (as permitted by § 7-2-3 of the General Laws) to engage in the general speculative home building business, including the erection of homes, flats, and apartments; to operate a contracting business; to purchase, own, hold, and sell real property, improved and unimproved, or any interest therein or easement thereon; to purchase lands and subdivide same into subdivisions or lots; to loan money upon real property and to accept secured and unsecured notes as collateral for same; to execute notes, deeds of trust, mortgages, chattel mortgages; to enter into leases as landlord or tenant; to perform or do any act customarily performed or done by a contractor and builder, speculative builder, subdivider, or real property development; to invest in and hold for investment any and all real property, shares of stock, bonds, government, private or corporate; to exchange and enter into agreements of exchange of one parcel of real property for another parcel of real property.

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See § 7-2-10 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 every 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 the corporation's charter, or 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 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)

(City or Town)

(Or if capital stock is without par value)

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(Further provisions not inconsistent with law)

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SEVENTH

EIGHTH

NINTH

In Testimony Whereof, We have hereunto set our hands and stated our residences
this 6th day of July, A. D. 1964

NAME	RESIDENCE (No. Street, City or Town)
<i>Victor J. Beretta</i> Victor J. Beretta	60 Windmill Street Pawtucket, R. I.
<i>Samuel J. Kolodney</i> Samuel J. Kolodney	30 Cooke Street Pawtucket, R. I.
<i>Patricia A. Pate</i> Patricia A. Pate	508 Woodward Road North Providence, R. I.

STATE OF RHODE ISLAND, } City
COUNTY OF Providence } In the ~~Town~~ of Providence
in said county this 6th day of July, A. D. 1964
then personally appeared before me Victor J. Beretta, Samuel J. Kolodney
and Patricia A. Pate

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.

James J. Lee
Notary Public

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7181#
(BUSINESS CORPORATION)

ORIGINAL

ARTICLES OF ASSOCIATION OF

Allstate Builders, Inc.

SEE OFF
162 CO*****5.00
162 CO*****5.00

FILED IN THE OFFICE OF THE
SECRETARY OF STATE
JUL 7 - 1964
19



State of Rhode Island and Providence Plantations

OFFICE OF THE GENERAL TREASURER

Nº 33449

Providence

July 7,

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I Hereby Certify That Allstate Builders, Inc.

has paid into the State Treasury a fee of Eighty dollars

Eighty Dollars for Incorporation

in accordance with the provisions of 7-1-9, General Laws.

Raymond H. Sawtrey
General Treasurer.