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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

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:

1. The name of the corporation is S J L, INC.

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

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

3. The specific purpose or purposes for which the corporation is organized are:
To purchase, sell, mortgage and lease real estate and any other legal business.

4. The aggregate number of shares which the corporation shall have authority to issue is:
(a) If only one class: Total number of shares 1000 (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).
No par

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 Chapter 7-1.1 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.)

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

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PROVIDENCE, RHODE ISLAND

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

See Schedule A attached

7. The address of the initial registered office of the corporation is 128 Dorrance Street

Providence, RI 02903
(City/Town) (Zip Code)

and the name of its initial registered agent at such address is

Valentino D. Lombardi

8. The number of directors constituting the initial board of directors of the corporation is 2 (two) 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 Section 7-1.1-51 of the General Laws, 1956, as amended, and there shall be no board of directors, state the titles of the initial officers of the corporation and the names and addresses of the persons who are to serve as officers until the first annual meeting of shareholders or until their successors be elected and qualify.)

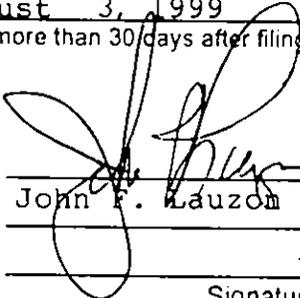
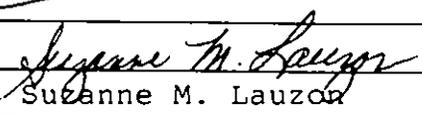
Title	Name	Address
Pres. & Treas.	<u>John F. Lauzon</u>	<u>55 Glenn Road, Woonsocket, RI 02895</u>
V-Pres. & Sec.	<u>Suzanne M. Lauzon</u>	<u>55 Glenn Road, Woonsocket, RI 02895</u>

9. The name and address of each incorporator is:

Name	Address
<u>John F. Lauzon</u>	<u>55 Glenn Road, Woonsocket, RI 02895</u>
<u>Suzanne M. Lauzon</u>	<u>55 Glenn Road, Woonsocket, RI 02895</u>

10. Date when corporate existence to begin: August 3, 1999
(not more than 30 days after filing of these articles of incorporation)

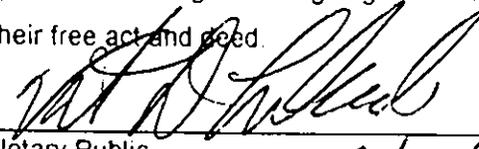
Dated August 3, 1999


John F. Lauzon

Suzanne M. Lauzon
 Signature of each Incorporator

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

In Providence, on this 3rd day of August, 19 99, personally appeared before me John F. Lauzon and Suzanne M. Lauzon

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.


 Notary Public
 My Commission Expires: 6/10/2001

SCHEDULE A

The common stock, without par value, may be issued by the corporation from time to time for such consideration, consisting of cash services, personal property, tangible or intangible, or real estate, as the incorporators at their first meeting may agree, and thereafter as may be fixed from time to time by the stockholders of the corporation, and any and all such shares so issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock and not liable to any further call or assessment thereon and the holder of any such shares shall not be liable for any further payment thereon.

The corporation shall have the right, in case of sale of any stock by any stockholder, to purchase said stock at the lowest price at which such stockholder is willing to sell the same before such stock may be sold to any other party; and no sale of any stock to any other party other than the corporation shall be valid unless the offer to sell such stock, at the lowest price at which the holder thereof is willing to sell, shall have first been received in writing by the corporation. The corporation shall have fifteen (15) days in which to accept or reject said offer. A majority of the Directors present at the meeting at which said offer is made, although said majority may not be a quorum, shall have the power to accept or reject such offer on behalf of the corporation. If a Board of Directors has not been elected, the vote of a majority of the Stockholders shall be necessary to accept or reject such offer on behalf of the corporation.

Any stockholder who shall have offered his stock for sale to the corporation, in accordance with the foregoing provisions, may, at any time within thirty (30) days after the rejection of such offer by the corporation or if the corporation shall neither accept nor reject such offer, then, within sixty (60) days after such offer shall have been received by the corporation, sell the stock so offered to the corporation to any other party, but not for a price lower than that at which such stock shall have been previously offered to the corporation, and the corporation may require affidavits from the stockholder and the purchaser of such stock as to price paid therefor before transferring such stock upon the books of the corporation.

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