



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Matthew A. Brown, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005
Filing Period: January 1 - March 1 • Filing Fee: \$50.00
(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 16339
2. Name of Corporation Newport Harbor Corporation
3. Street Address Principal Business Office 366 THAMES ST
4. Business Phone No. 4018487010
5. State of Incorporation NEWPORT RI Zip 02840
6. SIC Code 7245
7. Brief Description of the Character of Business Conducted in Rhode Island HOSPITALITY MANAGEMENT COMPANY

8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) ☒ FILL IN SPACES BEFORE USING ATTACHMENTS

President Name J. Timothy O'Reilly Street Address 627 Black Point Lane City Portsmouth State RI Zip 02871	Vice President Name Paul F. O'Reilly Street Address 140 Kane Avenue City Middletown State RI Zip 02842
Secretary Name Alexander G. Walsh Street Address 366 Thames Street City Newport State RI Zip 02840	Treasurer Name J. Timothy O'Reilly Street Address 627 Black Point Lane City Portsmouth State RI Zip 02871

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) ☒ FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name J. Timothy O'Reilly Street Address 627 Black Point Lane City Portsmouth State RI Zip 02871	Director Name Patrick E. Rooney Street Address Four Tuckerman Terrace City Middletown State RI Zip 02842
Director Name Alexander G. Walsh Street Address 366 Thames Street City Newport State RI Zip 02840	Director Name Jerome R. Kirby Street Address 203 Tuckerman Terrace City Middletown State RI Zip 02842

10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) ☐
AUTHORIZED SHARES
Number of Shares 1,000,000 COMM \$.01 PAR VALUE
Class/Series
Par Value

11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) ☐
ISSUED SHARES
Number of Shares 11,008.40
Class/Series Common
Par Value None

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



1 6 3 3 9

16339 DBC 01/26/05 12:08:07 PM

FILED

FEB 28 2005

SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer

PAUL O'REILLY

Print or Type Name of Officer

EXECUTIVE VICE PRESIDENT

Title of Officer

Date

2/25/05

Form 630 12/01

NEWPORT HARBOR CORPORATION

Additional Directors

Paul O'Reilly
140 Kane Avenue
Middletown, RI 02842

Timothy K. Bye, Jr.
23 Kirsie Circle
Westford, MA 01886

Kevin Kirby
69 Sachuset Way
Middletown, RI 02842

Peter Capodilupo
PO Box 4291
Middletown, RI 02842

Brendan P. Van Deventer
Riparian Partners, Ltd.
2400 Hospital Trust Plaza
Providence, RI 02903

Steven Voigt, President
King Arthur Flour
PO Box 1010, 135 US Rt. 5 South
Norwich, VT 05055

Additional Officer

Corinne Sylvia – Assistant Secretary
282 Central Avenue
Seekonk, MA 02771



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Matthew A. Brown, Secretary of State

Corporations Division
100 North Main Street
Providence, RI 02903-1335
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2004

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. 16339		2. Name of Corporation Newport Harbor Corporation					
3. Street Address Principal Business Office 366 Thames Street			City Newport	State RI	Zip 02840		
4. Business Phone No 401 848-7010		5. State of Incorporation RHODE ISLAND			6. SIC Code 7245		
7. Brief Description of the Character of Business Conducted in Rhode Island HOSPITALITY MANAGEMENT COMPANY							
8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS							
President Name J. Timothy O'Reilly			Exec. Vice President Name Paul F. O'Reilly				
Street Address 627 Black Point Lane			Street Address 140 Kane Avenue				
City Portsmouth	State RI	Zip 02871	City Middletown	State RI	Zip 02842		
Secretary Name Alexander G. Walsh			Treasurer Name J. Timothy O'Reilly				
Street Address 366 Thames Street			Street Address 627 Black Point Lane				
City Newport	State RI	Zip 02840	City Portsmouth	State RI	Zip 02871		
9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS							
Director Name J. Timothy O'Reilly			Director Name Patrick E. Rooney				
Street Address 627 Black Point Lane			Street Address 4 Tuckerman Terrace				
City Portsmouth	State RI	Zip 02871	City Middletown	State RI	Zip 02842		
Director Name Alexander G. Walsh			Director Name Jerome R. Kirby				
Street Address 366 Thames Street			Street Address 203 Tuckerman Terrace				
City Newport	State RI	Zip 02840	City Middletown	State RI	Zip 02842		
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> AUTHORIZED SHARES			11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> ISSUED SHARES				
Number of Shares		Class/Series	Par Value	Number of Shares		Class/Series	Par Value
100,000 COMM NO PAR VALUE				12,020		Common	None

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 6 3 3 9 *

File Date **3.8.04**
Check No. **118456**
By: **UP**

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer

Paul O'Reilly

Print or Type Name of Officer

Exec. Vice President

Title of Officer

3/1/04
Date

Newport Harbor Corporation

Additional Directors

Paul O'Reilly
140 Kane Avenue
Middletown, RI 02842

Timothy K. Bye, Jr.
23 Kirsi Circle
Westford, MA 01886

Kevin Kirby
69 Sachuset Way
Middletown, RI 02842

Peter Capodilupo
P. O. Box 4291
Middletown, RI 02842

Brendan P. Van Deventer
Riparian Partners, Ltd.
2400 Hospital Trust Plaza
Providence, RI 02903

Steven Voigt, President
King Arthur Flour
P. O. Box 1010, 135 US Rt. 5 South
Norwich, VT 05055

Additional Officer

Corinne Sylvia – Assistant Secretary
282 Central Avenue
Seekonk, MA 02771



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Matthew A. Brown, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2003

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. *16339*		2. Name of Corporation Newport Harbor Corporation			
3. Street Address Principal Business Office 366 THAMES ST		City NEWPORT		State RI	Zip 02840
4. Business Phone No. 4018487010		5. State of Incorporation RHODE ISLAND			6. SIC Code 7245
7. Brief Description of the Character of Business Conducted in Rhode Island HOSPITALITY MANAGEMENT COMPANY					
8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name J. Timothy O'Reilly		Vice President Name Patrick E. Rooney			
Street Address 627 Black Point Lane		Street Address 4 Tuckerman Terrace			
City Portsmouth	State RI	Zip 02871	City Middletown	State RI	Zip 02842
Secretary Name Alexander G. Walsh		Treasurer Name J. Timothy O'Reilly			
Street Address 366 Thames Street		Street Address 627 Black Point Lane			
City Newport	State RI	Zip 02840	City Portsmouth	State RI	Zip 02871
9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name J. Timothy O'Reilly		Director Name Patrick E. Rooney			
Street Address 627 Black Point Lane		Street Address 4 Tuckerman Terrace			
City Portsmouth	State RI	Zip 02871	City Middletown	State RI	Zip 02842
Director Name Alexander G. Walsh		Director Name Jerome R. Kirby			
Street Address 366 Thames Street		Street Address 203 Tuckerman Terrace			
City Newport	State RI	Zip 02871	City Middletown	State RI	Zip 02842
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> 11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>					
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
100,000 COMM NO PAR VALUE			12,020	Common	None

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 6 3 3 9 *

**16339* 2/24/03 3:38:23 PM*

File Date 3:303

Check No. 116864

By: UP

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer [Signature] Date 2/25/03
Print or Type Name of Officer Timothy O'Reilly
Title of Officer President

Newport Harbor Corporation

Additional Directors

Paul O'Reilly
140 Kane Avenue
Middletown, RI 02842

Timothy K. Bye, Jr.
23 Kirsi Circle
Westford, MA 01886

Kevin Kirby
69 Sachuset Way
Middletown, RI 02842

Additional Officer

Corinne Sylvia – Assistant Secretary
282 Central Avenue
Seekonk, MA 02771



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Edward S. Inman, III, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2002

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No.

16339

2. Name of Corporation

Newport Harbor Corporation

3. Street Address Principal Business Office

366 Thames Street

City

Newport

State

RI

Zip

02840

4. Business Phone No.

401-848-7010

5. State of Incorporation

RHODE ISLAND

6. SIC Code

7245

7. Brief Description of the Character of Business Conducted in Rhode Island

Hospitality Management Company

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) **FILL IN SPACES BEFORE USING ATTACHMENTS**

President Name

J. Timothy O'Reilly

Vice President Name

Patrick E. Rooney

Street Address

627 Black Point Lane

Street Address

4 Tuckerman Terrace

City

State

Zip

Portsmouth

RI

02871

City

State

Zip

Middletown

RI

02842

Secretary Name

Alexander G. Walsh

Treasurer Name

J. Timothy O'Reilly

Street Address

300 Gibbs Avenue

Street Address

627 Black Point Lane

City

State

Zip

Newport

RI

02840

City

State

Zip

Portsmouth

RI

02871

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) **FILL IN SPACES BEFORE USING ATTACHMENTS**

Director Name

J. Timothy O'Reilly

Director Name

Jerome R. Kirby

Street Address

627 Black Point Lane

Street Address

203 Tuckerman Terrace

City

State

Zip

Portsmouth

RI

02871

City

State

Zip

Middletown

RI

02842

Director Name

Kevin J. Kirby

Director Name

Paul F. O'Reilly

Street Address

69 Sachuest Way

Street Address

140 Kane Avenue

City

State

Zip

Middletown

RI

02842

City

State

Zip

Middletown

RI

02842

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares

Class/Series

Par Value

100,000 COMM NO PAR VALUE

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares

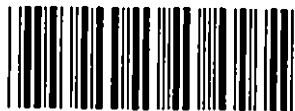
Class/Series

Par Value

12020

None

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 6 3 3 9 *

File Date: 2-28-02

Check No.: 115730

By: km

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer

Alexander G. Walsh

Print or Type Name of Officer

Secretary

Title of Officer

2/25/02

Date

Newport Harbor Corporation

Additional Directors

Alexander G. Walsh
5 Maloney Lane
Middletown, RI 02842

Timothy K. Bye, Jr.
23 Kirsie Circle
Westford, MA 01886

Patrick E. Rooney – Asst. Treasurer
4 Tuckerman Terrace
Middletown, RI 02842

Additional Officer

Corinne Sylvia – Assistant Secretary
282 Central Avenue
Seekonk, MA 02771

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2000
Filing Period: January 1-March 1 • Filing Fee: \$50.00



(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **16339** 2. Name of Corporation **Newport Harbor Corporation**

3. Street Address Principal Business Office **366 Thames Street** City **Newport** State **RI** Zip **02840**
4. Business Phone No. **401-848-7010** 5. State of Incorporation **RHODE ISLAND** 6. SIC Code **7245**

7. Brief Description of the Character of Business Conducted in Rhode Island

MANAGEMENT COMPANY - RESTAURANTS, INN, EVENT CENTER

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) **FILL IN SPACES BEFORE USING ATTACHMENTS**

President Name J. Timothy O'Reilly Street Address 627 Black Point Lane City Portsmouth State RI Zip 02871	Asst. Secretary Alexander G. Walsh Street Address 5 Maloney Lane City Middletown State RI Zip 02842
Secretary Name Jerome R. Kirby Street Address 203 Tuckerman Avenue City Middletown State RI Zip 02842	Treasurer Name J. Timothy O'Reilly Street Address 627 Black Point Lane City Portsmouth State RI Zip 02871

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) **FILL IN SPACES BEFORE USING ATTACHMENTS**

Director Name J. Timothy O'Reilly Street Address 627 Black Point Lane City Portsmouth State RI Zip 02871	Director Name Jerome R. Kirby Street Address 203 Tuckerman Avenue City Middletown State RI Zip 02842
Director Name Kevin J. Kirby Street Address 69 Sachuest Way City Middletown State RI Zip 02842	Director Name Paul F. O'Reilly Street Address 140 Kane Avenue City Middletown State RI Zip 02842

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares	Class/Series	Par Value
100,000 SHS COMM NO PAR		

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares	Class/Series	Par Value
12,020		None

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 6 3 3 9 *

File Date: 3/23/00

Check No.: 153943

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

[Signature] 2/16/00
Signature of Officer Date

J.T. O'Reilly

Print or Type Name of Officer

President

Title of Officer

Additional Officers	Additional Directors
<i>Assistant Treasurer</i> Patrick E. Rooney 4 Tuckerman Terrace Middletown, RI 02842	Alexander G. Walsh 5 Maloney Lane Middletown, RI 02842 Timothy K. Bye, Jr. 23 Kirsi Circle Westford, MA 01886 Patrick E. Rooney 4 Tuckerman Terrace Middletown, RI 02842



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 1999

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 16339		2. Name of Corporation Newport Harbor Corporation	
3. Street Address Principal Business Office 366 Thames Street		City Newport	State RI
4. Business Phone No. 401-848-7010		5. State of Incorporation 248	6. SIC Code 8888
7. Brief Description of the Character of Business Conducted in Rhode Island HOSPITALITY			
8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) XX FILL IN SPACES BEFORE USING ATTACHMENTS			
President Name J. Timothy O'Reilly		Assistant Secretary Alexander G. Walsh	
Street Address 627 Black Point Lane		Street Address 5 Maloney Lane	
City Portsmouth	State RI	City Middletown	State RI
Zip 02871		Zip 02842	
Secretary Name Jerome R. Kirby		Treasurer Name J. Timothy O'Reilly	
Street Address 43 Ashurst Avenue		Street Address 627 Black Point Lane	
City Middletown	State RI	City Portsmouth	State RI
Zip 02842		Zip 02871	
9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) X FILL IN SPACES BEFORE USING ATTACHMENTS			
Director Name J. Timothy O'Reilly		Director Name Jerome R. Kirby	
Street Address 627 Black Point Lane		Street Address 43 Ashurst Avenue	
City Portsmouth	State RI	City Middletown	State RI
Zip 02871		Zip 02842	
Director Name Patrick E. Rooney		Director Name Timothy K. Bye, Sr.	
Street Address 4 Tuckerman Terrace		Street Address PO Box 3303	
City Middletown	State RI	City Groton Long Pt	State CT
Zip 02842		Zip 06340	
10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)		11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)	
AUTHORIZED SHARES		ISSUED SHARES	
Number of Shares 100,000 SHS COMM NO PAR	Class/Series	Number of Shares 8334	Class/Series Common
Par Value		Par Value	

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 6 3 3 9 *

File Date: 1/16/99

Check No.: 148274

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: [Signature] Date: 1/28/99

Alexander G. Walsh

Print or Type Name of Officer
Assistant Secretary

Title of Officer

Newport Harbor Corporation

Additional Directors

Alexander G. Walsh
5 Maloney Lane
Middletown, RI 02842

Richard B. Sheffield
255 Indian Avenue
Middletown, RI 02842

Alexander R. Walsh
300 Gibbs Avenue
Newport, RI 02840

Kevin J. Kirby
69 Sachuest Way
Middletown, RI 02842

Eugene O'Reilly
8 Oakwood Terrace
Newport, RI 02840

Timothy K. Bye, Jr.
23 Kirsi Circle
Westford, MA 01886

Paul F. O'Reilly
140 Kane Avenue
Middletown, RI 02842

Additional Officer

Patrick E. Rooney – Asst. Treasurer
4 Tuckerman Terrace
Middletown, RI 02842



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-277-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR **1998**

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No.

16339

2. Name of Corporation

Newport Harbor Corporation

3. Street Address Principal Business Office

366 Thames Street

City

Newport

State

RI

Zip

02840

4. Business Phone No.

401-848-7010

5. State of Incorporation

RHODE ISLAND

6. SIC Code

8888

7. Brief Description of the Character of Business Conducted in Rhode Island

Management company

8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT)

President Name

J. Timothy O'Reilly

Vice President Name

Street Address

627 Black Point Lane

Street Address

City

Portsmouth

State

RI

Zip

02871

City

State

Zip

Secretary Name

Jerome R. Kirby

Treasurer Name

J. Timothy O'Reilly

Street Address

43 Ashurst Avenue

Street Address

627 Black Point Lane

City

Middletown

State

RI

Zip

02842

City

Portsmouth

State

RI

Zip

02871

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) X

Director Name

Director Name

Street Address

Street Address

City

State

Zip

City

State

Zip

Director Name

Director Name

Street Address

Street Address

City

State

Zip

City

State

Zip

10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares

Class/Series

Par Value

100,000 SHS COMM NO PAR

11. SHARES ISSUED ("X" BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares

Class/Series

Par Value

0

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 6 3 3 9 *

File Date: 3/2

Check No.: 137221

By: KB

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: [Signature] Date: 1/27/98

President
Print or Type Name of Officer

Title of Officer

NEWPORT HARBOR CORPORATION
Board of Directors

J. Timothy O'Reilly
627 Black Point Lane
Portsmouth, RI 02871

Jerome R. Kirby
P.O. Box 4232
Middletown, RI 02842

Patrick E. Rooney
Four Tuckerman Terrace
Middletown, RI 02842

Timothy K. Bye, Sr.
P.O. Box 4354
Tequesta, FL 33469-9354

Eugene J. O'Reilly
Eight Oakwood Terrace
Newport, RI 02840

Alexander G. Walsh
P.O. Box 755
Newport, RI 02840

Richard B. Sheffield
255 Indian Avenue
Middletown, RI 02842

Alexander R. Walsh
300 Gibbs Avenue
Newport, RI 02840

Kevin J. Kirby
69 Sachuest Way
Middletown, RI 02842

Timothy K. Bye, Jr.
23 Kirsi Circle
Westford, MA 01886

Paul F. O'Reilly
140 Kane Avenue
Middletown, RI 02842



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-277-3040



PROFIT CORPORATION ANNUAL REPORT 1997

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **16339** 2. Name of Corporation **Newport Harbor Corporation**

3. Street Address Principal Business Office

366 Thames Street

City

Newport

State

RI

Zip

02840

4. Business Phone No.

401-848-7010

5. State of Incorporation **RHODE ISLAND**

6. SIC Code

8888

7. Brief Description of the Character of Business Conducted in Rhode Island

Engage in various Financial Investments

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) ☒

President Name

J. Timothy O'Reilly

Vice President Name

Street Address

627 Black Point Lane

Street Address

City

Portsmouth

State

RI

Zip

02871

City

State

Zip

Secretary Name

Jerome R. Kirby

Treasurer Name

J. Timothy O'Reilly

Street Address

43 Ashurst Ave

Street Address

627 Black Point Lane

City

Middletown

State

RI

Zip

02842

City

Portsmouth

State

RI

Zip

02871

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) ☒

Director Name

J. Timothy O'Reilly

Director Name

Jerome R. Kirby

Street Address

627 Black Point Lane

Street Address

43 Ashurst Ave

City

Portsmouth

State

RI

Zip

02871

City

Middletown

State

RI

Zip

02842

Director Name

Patrick E. Rooney

Director Name

Timothy K. Bye, Sr

Street Address

4 Tuckerma Terrace

Street Address

PO Box 4354

City

Middletown

State

RI

Zip

02842

City

Tequesta

State

FL

Zip

33469

10. SHARES AUTHORIZED AND ISSUED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares

Class/Series

Par Value

100,000 SHS COMM NO PAR

ISSUED SHARES

Number of Shares

Class/Series

Par Value

Common

No Par

8190

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 6 3 3 9 *

File Date: 3.19.97

Check No.: 120910

By: ICP

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer

Date

J. Timothy O'Reilly

Print or Type Name of Officer

President

Title of Officer

NEWPORT HARBOR CORPORATION

OFFICERS:

✓ J. TIMOTHY O'REILLY
PRESIDENT/TREASURER

627 BLACK POINT LANE
PORTSMOUTH, RI 02871

✓ JEROME R. KIRBY
SECRETARY

43 ASHURST AVENUE
MIDDLETOWN, RI 02842

PATRICK E. ROONEY
ASSISTANT TREASURER

4 TUCKERMAN TERRACE
MIDDLETOWN, RI 02842

ALEXANDER G. WALSH
SECRETARY

5 MALONEY LANE
MIDDLETOWN, RI 02842

BOARD OF DIRECTORS:

✓ J. TIMOTHY O'REILLY

627 BLACK POINT LANE
PORTSMOUTH, RI 02871

✓ JEROME R. KIRBY

43 ASHURST AVENUE
MIDDLETOWN, RI 02842

✓ PATRICK E. ROONEY

4 TUCKERMAN TERRACE
MIDDLETOWN, RI 02842

✓ TIMOTHY K. BYE, SR.

PO BOX 3303
GROTON LONG POINT, CT
06340-8203 (SUMMER)

PO BOX 4354
TEQUESTA, FL
33469-9354 (WINTER)

EUGENE J. O'REILLY

8 OAKWOOD TERRACE
NEWPORT, RI 02840

CON'T

Page -2-
Board of Directors

NEWPORT HARBOR CORPORATION

ALEXANDER G. WALSH	5 MALONEY LANE MIDDLETOWN, RI 02842
RICHARD B. SHEFFIELD	255 INDIAN AVENUE MIDDLETOWN, RI 02842
ALEXANDER R. WALSH	300 GIBBS AVENUE NEWPORT, RI 02840
KEVIN J. KIRBY	69 SACHUEST WAY MIDDLETOWN, RI 02842
TIMOTHY K. BYE, JR.	23 KIRSI CIRCLE WESTFORD, MA 01886

PROFIT CORPORATION ANNUAL REPORT

1996



State of Rhode Island and Providence Plantations
James R. Langevin, *Secretary of State*
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335 • (401) 277-3040

Filing Period: January 1-March 1
Filing Fee: \$50.00

PLEASE TYPE OR PRINT IN BLACK INK.

1. CORPORATE ID NO. 16339		2. NAME OF CORPORATION Newport Harbor Corporation			
3. STREET ADDRESS PRINCIPAL BUSINESS OFFICE P.O. Box 698 - 366 Thames St.			CITY Newport	STATE RI	ZIP CODE 02840
4. BUSINESS PHONE NO. 401-848-7010		5. STATE OF INCORPORATION RHODE ISLAND			6. SIC CODE 6719
7. BRIEF DESCRIPTION OF THE CHARACTER OF BUSINESS CONDUCTED IN RHODE ISLAND Holding Company					
8. NAMES AND ADDRESSES OF THE OFFICERS					
PRESIDENT NAME J. Timothy O'Reilly			VICE PRESIDENT NAME		
STREET ADDRESS 190 Tuckerman Ave.			STREET ADDRESS		
CITY Middletown	STATE RI	ZIP CODE 02840	CITY	STATE	ZIP CODE
SECRETARY NAME Jerome R. Kirby			TREASURER NAME J. Timothy O'Reilly		
STREET ADDRESS 43 Ashurst Ave.			STREET ADDRESS 190 Tuckerman Ave,		
CITY Middletown	STATE RI	ZIP CODE 02842	CITY Middletown	STATE RI	ZIP CODE 02842
9. NAMES AND ADDRESSES OF THE DIRECTORS					
DIRECTOR NAME J. Timothy O'Reilly			DIRECTOR NAME Jerome r. Kirby		
STREET ADDRESS 190 Tuckerman Ave.			STREET ADDRESS 43 Ashurst Ave.		
CITY Middletown	STATE RI	ZIP CODE 02842	CITY Middletown	STATE RI	ZIP CODE 02842
DIRECTOR NAME See Attached Sheet			DIRECTOR NAME		
STREET ADDRESS			STREET ADDRESS		
CITY	STATE	ZIP CODE	CITY	STATE	ZIP CODE
10. SHARES AUTHORIZED AND ISSUED					
AUTHORIZED SHARES			ISSUED SHARES		
NUMBER OF SHARES	CLASS / SERIES	PAR VALUE	NUMBER OF SHARES	CLASS / SERIES	PAR VALUE
3000 SHS NO PAR COM			855	common	\$200.00

This report must be **SIGNED IN INK** by either the
President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

File Date:

2/23/96

Check No:

119338

By:

cc/cp

For Secretary of State Use Only

Signature of Officer

J. Timothy O'Reilly

J. Timothy O'Reilly

Print or Type Name of Officer

President

Title of Officer

2/16/96

Date

NEWPORT HARBOR CORPORATION

OFFICERS:

J. TIMOTHY O'REILLY
PRESIDENT/TREASURER

190 TUCKERMAN AVENUE
MIDDLETOWN, RI 02842

JEROME R. KIRBY
SECRETARY

43 ASHURST AVENUE
MIDDLETOWN, RI 02842

PATRICK E. ROONEY
ASSISTANT TREASURER

4 TUCKERMAN AVENUE
MIDDLETOWN, RI 02842

ALEXANDER G. WALSH
ASSISTANT SECRETARY

PO BOX 755
NEWPORT, RI 02840

BOARD OF DIRECTORS:

J. TIMOTHY O'REILLY

190 TUCKERMAN AVENUE
MIDDLETOWN, RI 02842

JEROME J. KIRBY

43 ASHURST AVENUE
MIDDLETOWN, RI 02840

PATRICK E. ROONEY

4 TUCKERMAN TERRACE
MIDDLETOWN, RI 02842

TIMOTHY K. BYE, SR.

PO BOX 361
WESTERLY, RI 02891 (SUMMER)
(RES)

EUGENE J. O'REILLY

8 OAKWOOD TERRACE
NEWPORT, RI 02840

ALEXANDER G. WALSH

PO BOX 755
NEWPORT, RI 02840

CON'T

Page -2-
Board of Directors

NEWPORT HARBOR CORPORATION

RICHARD B. SHEFFIELD	255 INDIAN AVENUE MIDDLETOWN, RI 02842
ALEXANDER R. WALSH	300 GIBBS AVENUE NEWPORT, RI 02840
KEVIN J. KIRBY	69 SACHUEST WAY MIDDLETOWN, RI 02842
TIMOTHY K. BYE, JR.	23 KIRSI CIRCLE WESTFORD, MA 01886
E. PATRICK ROONEY	453 PARADISE AVENUE MIDDLETOWN, RI 02842

ANNUAL REPORT

Please Type or Print
File Annually - Jan. 1 - March 1
Filing Fee \$50.00
Make Checks Payable to: Secretary of State

ALL ENTRIES MUST BE COMPLETED IN FULL OR THE FORM WILL BE RETURNED.

0016339

1995

Corporate ID: _____ Annual Report for the year: _____

Newport Harbor Corporation

Name of Corporation: _____

Business entity organized under the laws of the State of: Rhode Island

Business Entity is (check one):

For foreign entity, address and telephone number of principal office:

☒ Business Corporation (See RIGL Chapter 7-1.1)

☐ Professional Service Corporation (See RIGL Chapter 7-5.1)

Phone: ()

Brief statement of the character of business conducted in Rhode Island:

To engage in various financial investments

Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not P.O. Box):

1037 Aquidneck Avenue

Middletown, RI 02842

Phone: (401) 849-9644

THE NAMES OF THE OFFICERS ARE:

PRESIDENT	STREET ADDRESS	CITY/STATE	ZIP CODE
J. Timothy O'Reilly	3 Courtside, Bellevue Avenue	Newport, RI	02840
VICE PRESIDENT	STREET ADDRESS	CITY/STATE	ZIP CODE
Philip T. Driscoll	169 Immokolee Drive	Portsmouth, RI	02871
SECRETARY	STREET ADDRESS	CITY/STATE	ZIP CODE
Jerome R. Kirby	43 Ashurst Avenue	Middletown, RI	02842
TREASURER	STREET ADDRESS	CITY/STATE	ZIP CODE
J. Timothy O'Reilly	3 Courtside, Bellevue Avenue	Newport, RI	02840

THE NAMES OF THE DIRECTORS ARE:

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
J. Timothy O'Reilly	3 Courtside, Bellevue Avenue	Newport, RI	02840
Philip T. Driscoll	169 Immokolee Drive	Portsmouth, RI	02871
Jerome R. Kirby	43 Ashurst Avenue	Middletown, RI	02842

NUMBER OF SHARES AUTHORIZED (Rider may be attached)

NUMBER OF SHARES ISSUED AND OUTSTANDING (Rider may be attached)

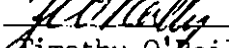
Number of Shares Class / Series

Number of Shares Class / Series

3000 Common

833.4 Common

Date February 14, 1995

By: 
J. Timothy O'Reilly
PRINT OR TYPE NAME OF OFFICER SIGNING
President
TITLE OF OFFICER SIGNING

Form 31 1/95

DESIGNATED REGISTERED AGENT FOR SERVICE OF PROCESS:

PLEASE NOTE: If the registered office and/or registered agent indicated below is incorrect, Form 9 must be filed.

J. TIMOTHY O'REILLY
366 THAMES ST. PO BOX 484
NEWPORT RI 02840

FILED

FEB 23 1995

By RAIL # 113470

NEWPORT HARBOR CORPORATION

OFFICERS:

J. TIMOTHY O'REILLY PRESIDENT/TREASURER	3 COURTSIDE, BELLEVUE AVE NEWPORT, RI 02840
PHILIP T. DRISCOLL EXECUTIVE VICE PRESIDENT	169 IMMOKOLEE DRIVE PORTSMOUTH, RI 02871
JEROME R. KIRBY SECRETARY	43 ASHURST AVENUE MIDDLETOWN, RI 02840
PATRICK E. ROONEY ASSISTANT TREASURER	4 TUCKERMAN AVENUE MIDDLETOWN, RI 02840
ALEXANDER G. WALSH ASSISTANT SECRETARY	333 INDIAN AVENUE MIDDLETOWN, RI 02840

BOARD OF DIRECTORS:

J. TIMOTHY O'REILLY	3 COURTSIDE, BELLEVUE AVE NEWPORT, RI 02840
PHILIP T. DRISCOLL	169 IMMOKOLEE DRIVE PORTSMOUTH, RI 02871
JEROME R. KIRBY	43 ASHURST AVENUE MIDDLETOWN, RI 02840
PATRICK E. ROONEY	4 TUCKERMAN TERRACE MIDDLETOWN, RI 02840
TIMOTHY K. BYE, SR.	POST OFFICE BOX 361 WESTERLY, RI 02891 (SUMMER RES.)
EUGENE J. O'REILLY	8 OAKWOOD TERRACE NEWPORT, RI 02840
ALEXANDER G. WALSH	333 INDIAN AVENUE MIDDLETOWN, RI 02840

Con't

Page -2-

NEWPORT HARBOR CORPORATION

RICHARD B. SHEFFIELD	255 INDIAN AVENUE MIDDLETOWN, RI 02840
ALEXANDER R. WALSH	300 GIBBS AVENUE NEWPORT, RI 02840
KEVIN J. KIRBY	69 SACHUEST WAY MIDDLETOWN, RI 02840
TIMOTHY K. BYE, JR.	23 KIRSI CIRCLE WESTFORD, MA 01886
E. PATRICK ROONEY	453 PARADISE AVENUE MIDDLETOWN, RI 02840

Filing Fee \$50.00
Payable to:
Secretary of State

PLEASE TYPE or PRINT
State of Rhode Island and Providence Plantations
Office of The Secretary of State
100 North Main Street
Providence, Rhode Island 02903-1335
401-277-3040

File Annually
LLC: Sept. 1 - Nov. 1
CORP: Jan. 1 - March 1

Corporate ID: 0016339 Annual Report for the year: 1994

Name of Business Entity: Newport Harbor Corporation

Business entity organized under the laws of the State of: Rhode Island

Federal Taxpayer Identification Number: [REDACTED]

For foreign entity, address and telephone number of principal office:

Phone: ()

Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not P.O. Box):

1037 Aquidneck Avenue
Middletown, RI 02842

Phone: (401) 849-9644

Business Entity is (check one):

- ☒ Business Corporation (See RIGL Chapter 7-1.1)
☐ Professional Service Corporation (See RIGL Chapter 7-5.1)
☐ Limited Liability Company (See RIGL 7-16)

Name, title and mailing address of contact person to whom communications may be directed:

George J. Rezendes, Accountant
PO Box 698
Newport, RI 02840

Brief statement of the character of business conducted in Rhode Island:

To engage in various financial investments

Date of Organization: December 7, 1984 5/7/25 7B

Date of Qualification to do business in Rhode Island (if foreign entity):

THE NAMES OF THE OFFICERS ARE:

	STREET ADDRESS	CITY/STATE	ZIP CODE
<input type="checkbox"/> CHIEF EXECUTIVE OFFICER OR <input checked="" type="checkbox"/> PRESIDENT (Check One)			
<u>J. Timothy O'Reilly</u>	<u>3 Courtside, Bellevue Ave.</u>	<u>Newport, RI</u>	<u>02840</u>
<input type="checkbox"/> CHIEF OPERATING OFFICER OR <input checked="" type="checkbox"/> VICE PRESIDENT (Check One)			
<u>Philip T. Driscoll</u>	<u>169 Immokolee Drive</u>	<u>Portsmouth, RI</u>	<u>02871</u>
<input type="checkbox"/> CUSTODIAN OF RECORDS OR <input checked="" type="checkbox"/> SECRETARY (Check One)			
<u>Jerome R. Kirby</u>	<u>43 Ashurst Avenue</u>	<u>Middletown, RI</u>	<u>02842</u>
<input type="checkbox"/> CHIEF FINANCIAL OFFICER OR <input checked="" type="checkbox"/> TREASURER (Check One)			
<u>J. Timothy O'Reilly</u>	<u>3 Courtside, Bellevue Ave.</u>	<u>Newport, RI</u>	<u>02840</u>

THE NAMES OF THE DIRECTORS ARE:

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
<u>J. Timothy O'Reilly</u>	<u>3 Courtside, Bellevue Ave.</u>	<u>Newport, RI</u>	<u>02840</u>
<u>Philip T. Driscoll</u>	<u>169 Immokolee Drive</u>	<u>Portsmouth, RI</u>	<u>02871</u>
<u>Jerome R. Kirby</u>	<u>43 Ashurst Avenue</u>	<u>Middletown, RI</u>	<u>02842</u>

see attached Exhibit A for additional directors and officers of the corporation
NUMBER OF SHARES AUTHORIZED (If Applicable)

NUMBER 3000
CLASS Common
SERIES

NUMBER OF SHARES ISSUED AND OUTSTANDING (If Applicable)

NUMBER 828
CLASS Common
SERIES

PAR VALUE OR
WITHOUT PAR No Par

PAR VALUE OR
WITHOUT PAR No Par

Date February 8, 19 94

By: [Signature]

NEWPORT HARBOR CORPORATION

OFFICERS:

J. TIMOTHY O'REILLY PRESIDENT/TREASURER	3 COURTSIDE, BELLEVUE AVE NEWPORT, RI 02840
PHILIP T. DRISCOLL EXECUTIVE VICE PRESIDENT	169 IMMOKOLEE DRIVE PORTSMOUTH, RI 02871
JEROME R. KIRBY SECRETARY	43 ASHURST AVENUE MIDDLETOWN, RI 02840
PATRICK E. ROONEY ASSISTANT TREASURER	4 TUCKERMAN AVENUE MIDDLETOWN, RI 02840
ALEXANDER G. WALSH ASSISTANT SECRETARY	333 INDIAN AVENUE MIDDLETOWN, RI 02840

BOARD OF DIRECTORS:

J. TIMOTHY O'REILLY	3 COURTSIDE, BELLEVUE AVE NEWPORT, RI 02840
PHILIP T. DRISCOLL	169 IMMOKOLEE DRIVE PORTSMOUTH, RI 02871
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ALEXANDER G. WALSH	333 INDIAN AVENUE MIDDLETOWN, RI 02840

Con't

Page -2-

NEWPORT HARBOR CORPORATION

RICHARD B. SHEFFIELD	255 INDIAN AVENUE MIDDLETOWN, RI 02840
ALEXANDER R. WALSH	300 GIBBS AVENUE NEWPORT, RI 02840
KEVIN J. KIRBY	69 SACHUEST WAY MIDDLETOWN, RI 02840
TIMOTHY K. BYE, JR.	23 KIRSI CIRCLE WESTFORD, MA 01886
E. PATRICK ROONEY	453 PARADISE AVENUE MIDDLETOWN, RI 02840

Filing Fee \$50.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID.....0016339..... Annual Report for the year.....1993.....

FIRST: The name of the corporation is.....Newport Harbor Corporation.....

SECOND: It is incorporated under the laws of.....Rhode Island.....

THIRD: Character of business, briefly stated, is.....to engage in various financial investments.....

FOURTH: If foreign corporation, address of its principal office.....

FIFTH: Business address in Rhode Island.....P. O. Box 484, Newport, RI 02840.....

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

Director

Director

See attached list

Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares

Class

Series

3000

Common

Par Value
or statement that
shares are without
par value
No Par

CC 98524

EIGHTH: Number of Shares issued:

No. of Shares

Class

Series

828

Common

Par Value
or statement that
shares are without
par value
No Par

REC'D & FILED FEB 25 1993

Dated.....February 5,.....19 93.....

Newport Harbor Corporation

(Name of Corporation)

By.....

T. O'Reilly

Title.....President.....

(Report must be signed by an officer)

NEWPORT HARBOR CORPORATION

OFFICERS:

J. TIMOTHY O'REILLY PRESIDENT/TREASURER	3 COURTSIDE, BELLEVUE AVE NEWPORT, RI 02840
PHILIP T. DRISCOLL EXECUTIVE VICE PRESIDENT	169 IMMOKOLEE DRIVE PORTSMOUTH, RI 02871
JEROME R. KIRBY SECRETARY	43 ASHURST AVENUE MIDDLETOWN, RI 02840
PATRICK E. ROONEY ASSISTANT TREASURER	4 TUCKERMAN AVENUE MIDDLETOWN, RI 02840
ALEXANDER G. WALSH ASSISTANT SECRETARY	333 INDIAN AVENUE MIDDLETOWN, RI 02840

BOARD OF DIRECTORS:

J. TIMOTHY O'REILLY	3 COURTSIDE, BELLEVUE AVE NEWPORT, RI 02840
PHILIP T. DRISCOLL	169 IMMOKOLEE DRIVE PORTSMOUTH, RI 02871
JEROME R. KIRBY	43 ASHURST AVENUE MIDDLETOWN, RI 02840
PATRICK E. ROONEY	4 TUCKERMAN TERRACE MIDDLETOWN, RI 02840
TIMOTHY K. BYE, SR.	POST OFFICE BOX 361 WESTERLY, RI 02891 (SUMMER RES.)
EUGENE J. O'REILLY	8 OAKWOOD TERRACE NEWPORT, RI 02840
ALEXANDER G. WALSH	333 INDIAN AVENUE MIDDLETOWN, RI 02840

Con't

Page -2-

NEWPORT HARBOR CORPORATION

RICHARD B. SHEFFIELD	255 INDIAN AVENUE MIDDLETOWN, RI 02840
ALEXANDER R. WALSH	300 GIBBS AVENUE NEWPORT, RI 02840
KEVIN J. KIRBY	69 SACHUEST WAY MIDDLETOWN, RI 02840
TIMOTHY K. BYE, JR.	23 KIRSI CIRCLE WESTFORD, MA 01886
E. PATRICK ROONEY	453 PARADISE AVENUE MIDDLETOWN, RI 02840

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0016339 Annual Report for the year 1992

FIRST: The name of the corporation is Newport Harbor Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is to engage in various financial investments

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island PO Box 484, Newport, RI 02840

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

Director

See attached list

Director

Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares

Class

3000

Common

Rec'd & Filed FEB 15 1992

Series

SD 54436

Par Value
or statement that
shares are without
par value

No Par

EIGHTH: Number of Shares issued:

No. of Shares

Class

809

Common

Series

Par Value
or statement that
shares are without
par value

No Par

Dated January 31, 19 92

Newport Harbor Corporation

(Name of Corporation)

By J.T. O'Reilly

Title President

(Report must be signed by an officer)

NEWPORT HARBOR CORPORATION

OFFICERS:

J. TIMOTHY O'REILLY PRESIDENT/TREASURER	3 COURTSIDE, BELLEVUE AVE NEWPORT, RI 02840
PHILIP T. DRISCOLL EXECUTIVE VICE PRESIDENT	169 IMMOKOLEE DRIVE PORTSMOUTH, RI 02871
JEROME R. KIRBY SECRETARY	43 ASHURST AVENUE MIDDLETOWN, RI 02840
PATRICK E. ROONEY ASSISTANT TREASURER	4 TUCKERMAN AVENUE MIDDLETOWN, RI 02840
ALEXANDER G. WALSH ASSISTANT SECRETARY	333 INDIAN AVENUE MIDDLETOWN, RI 02840

BOARD OF DIRECTORS:

J. TIMOTHY O'REILLY	3 COURTSIDE, BELLEVUE AVE NEWPORT, RI 02840
PHILIP T. DRISCOLL	169 IMMOKOLEE DRIVE PORTSMOUTH, RI 02871
JEROME R. KIRBY	43 ASHURST AVENUE MIDDLETOWN, RI 02840
PATRICK E. ROONEY	4 TUCKERMAN TERRACE MIDDLETOWN, RI 02840
TIMOTHY K. BYE, SR.	POST OFFICE BOX 361 WESTERLY, RI 02891 (SUMMER RES.)
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ALEXANDER G. WALSH	333 INDIAN AVENUE MIDDLETOWN, RI 02840

Con't

Page -2-

NEWPORT HARBOR CORPORATION

RICHARD B. SHEFFIELD	255 INDIAN AVENUE MIDDLETOWN, RI 02840
ALEXANDER R. WALSH	300 GIBBS AVENUE NEWPORT, RI 02840
KEVIN J. KIRBY	69 SACHUEST WAY MIDDLETOWN, RI 02840
TIMOTHY K. BYE, JR.	23 KIRSI CIRCLE WESTFORD, MA 01886
E. PATRICK ROONEY	453 PARADISE AVENUE MIDDLETOWN, RI 02840

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0016329 Annual Report for the year 1991

FIRST: The name of the corporation is Newport Harbor Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is to engage in various financial investments

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island PO Box 484, Newport, RI 02840

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

(see attached sheet)

Director

Director

Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares

Class

Series

Par Value
or statement that
shares are without
par value

3000

Common

No Par

EIGHTH: Number of Shares issued:

No. of Shares

Class

Series

Par Value
or statement that
shares are without
par value

815

Common

No Par

PAID

JAN 19 1991

SECY OF STATE

Dated January 31, 19 91

Newport Harbor Corporation

(Name of Corporation)

By

J.T. O'Reilly

Title

President

(Report must be signed by an officer)

NEWPORT HARBOR CORPORATION

Officers:

J. Timothy O'Reilly President/Treasurer	Courtside, Bellevue Avenue Newport, RI 02840
Philip T. Driscoll Executive Vice President	169 Immokolee Drive Portsmouth, RI 02871
Jerome R. Kirby Secretary	43 Ashurst Avenue Middletown, RI 02840
Patrick E. Rooney Assistant Treasurer	4 Tuckerman Avenue Middletown, RI 02840
Alexander G. Walsh Assistant Secretary	333 Indian Avenue Middletown, RI 02840

Board of Directors:

J. Timothy O'Reilly	Courtside, Bellevue Avenue, Newport, RI
Philip T. Driscoll	169 Immokolee Drive Portsmouth, RI 02871
Jerome R. Kirby	43 Ashurst Avenue Middletown, RI 02840
Patrick E. Rooney	4 Tuckerman Terrace Middletown, RI 02840
Alexander G. Walsh	333 Indian Avenue Middletown, RI 02840
Timothy K. Bye, Sr.	(summer) Post Office Box 361 Westerly, RI 02891
	(winter) Post Office Box 4354 Tequesta, FL 33469-4354
Eugene J. O'Reilly	8 Oakwood Terrace Newport, RI 02840

January 31, 1991

Page -2-

Board of Directors:

Richard B. Sheffield

255 Indian Avenue
Middletown, RI 02840

Alexander R. Walsh

300 Gibbs Avenue
Newport, RI 02840

Kevin J. Kirby

69 Sachuest Way
Middletown, RI 02840

Timothy K. Bye, Jr.

23 Kirsi Circle
Westford, MA 01886

E. Patrick Rooney

453 Paradise Avenue
Middletown, RI 02840

State of Rhode Island and Providence PlantationsCORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903Corporate ID 0016339 Annual Report for the year 1990FIRST: The name of the corporation is Newport Harbor CorporationSECOND: It is incorporated under the laws of Rhode IslandTHIRD: Character of business, briefly stated, is To engage in various financial
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SIXTH: Names and addresses of its directors and officers:

(Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

See attached list Director

Director

Director

President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares

Class

Series

Par Value
or statement that
shares are without
par value

3,000

Common

No Par

EIGHTH: Number of Shares issued:

No. of Shares

Class

Series

Par Value
or statement that
shares are without
par value

813

Common

No Par

Rec'd & Filed MAR 06 1990

Dated February 13, 1990Newport Harbor Corporation

(Name of Corporation)

By J. T. O'Reilly

J. T. O'Reilly

Title President

(Report must be signed by an officer)

NEWPORT HARBOR CORPORATION

P.O. BOX 484

NEWPORT, RHODE ISLAND 02840

(401) 846-2000 • (401) 849-9644

NEWPORT ENERGY INC.

NEWPORT REALTY INC.

NEWPORT FINANCIAL
GROUP INC.

HISTORIC WHARVES
ASSOCIATES INC.

OFFICERS OF THE CORPORATION

NAME

ADDRESS

J. Timothy O'Reilly
President/Treasurer

Courtside, Bellevue Court
Newport, RI 02840

Philip T. Driscoll
Executive Vice President

169 Immokollee Drive
Portsmouth, RI 02871

Jerome R. Kirby
Secretary

298 Prospect Avenue
Middletown, RI 02840

Patrick E. Rooney
Assistant Treasurer

Four Tuckerman Terrace
Middletown, RI 02840

Alexander G. Walsh
Assistant Secretary

333 Indian Avenue
Middletown, RI 02840

BOARD OF DIRECTORS

J. Timothy O'Reilly*	Courtside, Bellevue Court Newport, RI 02840
Philip T. Driscoll*	169 Immokollee Drive Portsmouth, RI 02871
Timothy K. Bye, Sr.	Summer: Post Office Box 361 Westerly, RI 02891 Winter: Post Office Box 4354 Tequesta, FL 33469-4354
Jerome R. Kirby*	298 Prospect Avenue Middletown, RI 02840
Eugene J. O'Reilly	8 Oakwood Terrace Newport, RI 02840
E. Patrick Rooney	453 Paradise Avenue Middletown, RI 02840
Richard B. Sheffield*	255 Indian Avenue Middletown, RI 02840
Alexander R. Walsh	300 Gibbs Avenue Newport, RI 02840
Patrick E. Rooney*	4 Tuckerman Terrace Middletown, RI 02840
Kevin J. Kirby*	69 Sachuest Way Middletown, RI 02840
Timothy K. Bye, Jr.*	23 Kirsi Circle Westford, MA 01886
Alexander G. Walsh*	Post Office Box 755 Newport, RI 02840

*Denotes member of Executive Committee

Filing Fee \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0016339

Annual Report for the year 1989

FIRST: The name of the corporation is Newport Harbor Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is to engage in various financial investments

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island Post Office Box 484, Newport, RI 02840

SIXTH: Names and addresses of its directors and officers:

(Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
See attached list.	Director	
	Director	
	Director	
See attached list.	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
3,000	Common		No par

PAID

EIGHTH: Number of Shares issued:

FEB 24 1989

No. of Shares	Class	Series	Par Value or statement that shares are without par value
811	Common		No par

SECY OF STATE

Dated February 17, 1989

NEWPORT HARBOR CORPORATION
(Name of Corporation)

By J. T. O'Reilly
J. T. O'Reilly
President

(Report must be signed by an officer)

NEWPORT HARBOR CORPORATION

P.O. BOX 484

NEWPORT, RHODE ISLAND 02840

(401) 846-2000 • (401) 849-9644

NEWPORT ENERGY INC.

NEWPORT REALTY INC.

NEWPORT FINANCIAL
GROUP INC.

HISTORIC WHARVES
ASSOCIATES INC.

BOARD OF DIRECTORS

J. Timothy O'Reilly*	Courtside, Bellevue Court Newport, RI 02840
Philip T. Driscoll*	169 Immokollee Drive Portsmouth, RI 02871
Timothy K. Bye, Sr.	Summer: Post Office Box 361 Westerly, RI 02891 Winter: Post Office Box 4354 Tequesta, FL 33469-4354
Jerome R. Kirby*	298 Prospect Avenue Middletown, RI 02840
Eugene J. O'Reilly	8 Oakwood Terrace Newport, RI 02840
E. Patrick Rooney	453 Paradise Avenue Middletown, RI 02840
Richard B. Sheffield*	255 Indian Avenue Middletown, RI 02840
Alexander R. Walsh	300 Gibbs Avenue Newport, RI 02840
Patrick E. Rooney*	4 Tuckerman Terrace Middletown, RI 02840
Kevin J. Kirby*	69 Sachuest Way Middletown, RI 02840
Timothy K. Bye, Jr.*	23 Kirsi Circle Westford, MA 01886
Alexander G. Walsh*	Post Office Box 755 Newport, RI 02840

*Denotes member of Executive Committee

NEWPORT HARBOR CORPORATION

P.O. BOX 484

NEWPORT, RHODE ISLAND 02840

(401) 846-2000 • (401) 849-9644

NEWPORT ENERGY INC.

NEWPORT REALTY INC.

NEWPORT FINANCIAL
GROUP INC.

HISTORIC WHARVES
ASSOCIATES INC.

OFFICERS OF THE CORPORATION

NAME

ADDRESS

J. Timothy O'Reilly
President/Treasurer

Courtside, Bellevue Court
Newport, RI 02840

Philip T. Driscoll
Executive Vice President

169 Immokollee Drive
Portsmouth, RI 02871

Jerome R. Kirby
Secretary

298 Prospect Avenue
Middletown, RI 02840

Patrick E. Rooney
Assistant Treasurer

Four Tuckerman Terrace
Middletown, RI 02840

Alexander G. Walsh
Assistant Secretary

333 Indian Avenue
Middletown, RI 02840

\$15.00

State of Rhode Island and Providence Plantations

To be filed annually between
January 1st and March 1st

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 16339

Annual Report for the year 19
NEWPORT HARBOR CORPORATION

FIRST: The name of the corporation is

SECOND: It is incorporated under the laws of

THIRD: Character of business, briefly stated, is to engage in various financial investments
Rhode Island

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island P. O. Box 484, Newport, RI 02840

SIXTH: Names and addresses of its directors and officers:

Name	Office	Address (including number, street, zip code)	(Attach rider if necessary)
See attached list	Director		
	Director		
	Director		
See attached list	President		
	Vice President		
	Secretary		
	Treasurer		

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
3,000	Common		No par

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
809	Common		No par

d February 19, 1988

(Report must be signed by an officer)

PAID

MAR 23 1988

SECY OF STATE

NEWPORT HARBOR CORPORATION
(Name of Corporation)

By Alexander G. Walsh
Title Assistant

BOARD OF DIRECTORS

J. Timothy O'Reilly	Courtside, Bellevue Court Newport, RI 02840
Philip T. Driscoll	169 Immokollee Drive Portsmouth, RI 02871
Timothy K. Bye, Sr.	Summer: Post Office Box 361 Westerly, RI 02891 Winter: Post Office Box 4354 Tequesta, FL 33469-4354
Jerome R. Kirby	298 Prospect Avenue Middletown, RI 02840
Eugene J. O'Reilly	8 Oakwood Terrace Middletown, RI 02840
E. Patrick Rooney	453 Paradise Avenue Middletown, RI 02840
Richard B. Sheffield	255 Indian Avenue Middletown, RI 02840
Alexander R. Walsh	300 Gibbs Avenue Newport, RI 02840
Patrick E. Rooney	4 Tuckerman Terrace Middletown, RI 02840
Kevin J. Kirby	69 Sachuest Way Middletown, RI 02840
Timothy K. Bye, Jr.	23 Kirsi Circle Westford, MA 01886
Alexander G. Walsh	Post Office Box 755 Newport, RI 02840

OFFICERS

President.....	J. T. O'Reilly
Executive Vice President.....	Philip T. Driscoll
Secretary.....	Jerome R. Kirby
Treasurer.....	J. T. O'Reilly
Assistant Treasurer.....	Patrick E. Rooney
Assistant Secretary.....	Alexander G. Walsh

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

Corporate ID.....16339..... Annual Report for the year.....1987.....

FIRST: The name of the corporation is.....Newport Harbor Corporation.....

SECOND: It is incorporated under the laws of.....Rhode Island.....

THIRD: Character of business, briefly stated, is.....to engage in various financial investments.....

FOURTH: If foreign corporation, address of its principal office.....

FIFTH: Business address in Rhode Island.....PO Box 698, 366 Thames St., Newport, RI 02840.....

and c/o Alexander G. Walsh, 366 Thames St., PO Box 755, Newport, RI 02840.....

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

.....see attached schedule..... Director.....

..... Director.....

..... Director.....

.....see attached schedule..... President.....

..... Vice President.....

..... Secretary.....

..... Treasurer.....

SEVENTH: Number of Shares authorized:

No. of Shares

Class

Series

APR 03 1987

Par Value
or statement that
shares are without
par value

3,000

Common

No par

PAID

EIGHTH: Number of Shares issued:

No. of Shares

Class

Series

MAR 12 1987

Par Value
or statement that
shares are without
par value

809

Common

No par

SECY OF STATE

Dated.....March 1,..... 19 87.....

Newport Harbor Corporation
(Name of Corporation)

By.....

Title.....Assistant Secretary.....

(Report must be signed by an officer)

BOARD OF DIRECTORS

<u>NAME</u>	<u>ADDRESS</u>
J. T. O'Reilly	Courtside, Bellevue Ave., Newport, RI 02840
Phil Driscoll	169 Immokollee Dr., Portsmouth, RI 02871
Timothy K. Bye, Sr.	Summer: PO Box 351, Westerly, RI 02891 Winter: Jupiter O&R Club, 1605 US Highway #1 (V6-304), Jupiter, FL
Jerome R. Kirby	298 Prospect Ave., Middletown, RI 02840
Eugene J. O'Reilly	8 Oakwood Terrace, Newport, RI 02840
E. Patrick Rooney	453 Paradise Ave., Middletown, RI 02840
Richard B. Sheffield	255 Indian Ave., Middletown, RI 02840
Alexander R. Walsh	300 Gibbs Ave., Newport, RI 02840
Patrick E. Rooney	4 Tuckerman Terrace, Middletown, RI 02840
Kevin J. Kirby	12 Mann Ave., Newport, RI 02840
Timothy K. Bye, Jr.	53 Concord Rd., Chelmsford, MA 01824
Alexander G. Walsh	PO Box 755, Newport, RI 02840

OFFICERS

J. T. O'Reilly	President
Phil Driscoll	Executive Vice President
Jerome R. Kirby	Secretary
J. T. O'Reilly	Treasurer
Patrick E. Rooney	Assistant Treasurer
Alexander G. Walsh	Assistant Secretary

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 16339 Annual Report for the year 1986

FIRST: The name of the corporation is Newport Harbor Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is to engage in various financial investments

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island PO Box 698, 366 Thames Street, Newport, RI 02840
and c/o Alexander G. Walsh, PO Box 755, 366 Thames Street, Newport, RI 02840

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name

Office

Address (including number, street, zip code)

See Attached Schedule Director

Director

Director

See Attached Schedule President

Vice President

Secretary

Treasurer

SEVENTH: Number of Shares authorized:

No. of Shares

Class

Series

Par Value
or statement that
shares are without
par value

3,000

Common

No par

EIGHTH: Number of Shares issued:

No. of Shares

Class

Series

Par Value
or statement that
shares are without
par value

809

Common

No par

Dated February 14, 19 86

(Report must be signed by an officer)

Newport Harbor Corporation
(Name of Corporation)

By

Assistant Secretary
Title

NEWPORT HARBOR CORPORATION

BOARD OF DIRECTORS

<u>Name</u>	<u>Address</u>
J. T. O'Reilly	Courtside, Bellevue Ct., Newport, RI 02840
Phil Driscoll	169 Immokollee Dr., Portsmouth, RI 02871
Timothy K. Bye, Sr.	Summer: PO Box 351, Westerly, RI 02891 Winter: Jupiter O & R Club, 1605 US Highway #1 (V6-304), Jupiter, Fl.
Jerome R. Kirby	298 Prospect Ave., Middletown, RI 02840
Eugene J. O'Reilly	8 Oakwood Terrace, Newport, RI 02840
E. Patrick Rooney	453 Paradise Ave., Middletown, RI 02840
Richard B. Sheffield	255 Indian Avenue, Middletown, RI 02840
Alexander R. Walsh	PO Box 1407, East Greenwich, RI 02818
Joseph J. Wright	Greenwich Bay Manor, E. Greenwich, RI 02818
Patrick E. Rooney	4 Tuckerman Terrace, Middletown, RI 02840
Kevin J. Kirby	12 Mann Avenue, Newport, RI 02840
Timothy K. Bye, Jr.	53 Concord Rd., Chelmsford, Ma. 01824
Alexander G. Walsh	PO Box 755, Newport, RI 02840

OFFICERS

J. T. O'Reilly	President
Phil Driscoll	Executive Vice President
Jerome R. Kirby	Secretary
J. T. O'Reilly	Treasurer
Patrick E. Rooney	Assistant Treasurer
Alexander G. Walsh	Assistant Secretary

Filing Fee \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

Corporate ID.....16339..... Annual Report for the year...1985.....

FIRST: The name of the corporation is...Newport Harbor Corporation...FDA NEWPORT OIL CORP.

SECOND: It is incorporated under the laws of.....Rhode Island.....

THIRD: Character of business, briefly stated, is...to engage in various financial inventments

FOURTH: If foreign corporation, address of its principal office.....

FIFTH: Business address in Rhode Island...PO Box 698, 366 Thames St., Newport, RI 02840
c/o Alexander G. Walsh, P. O. Box 755,
366 Thames Street, Newport, RI 02840

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
SEE ATTACHED SCHEDULE	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
3,000	Common		no par

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
809	Common		no par

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Dated...February 28, 1985

NEWPORT HARBOR CORPORATION

(Name of Corporation)

By...Alexander G. Walsh

Title...Assistant Secretary

(Report must be signed by an officer)

NEWPORT HARBOR CORPORATION

P.O. BOX 698, 366 THAMES STREET
NEWPORT, RHODE ISLAND 02840

(401) 846-2600

NEWPORT ENERGY INC.

NEWPORT REALTY INC.

NEWPORT FINANCIAL
GROUP INC.

HISTORIC WHARVES
ASSOCIATES INC.

BOARD OF DIRECTORS

<u>Name</u>	<u>Address</u>
J. T. O'Reilly	Courtside, Bellevue Ct, Newport, RI 02840
Phil Driscoll	169 Immokollee Dr, Portsmouth, RI 02871
Timothy K. Bye, Sr.	Summer: PO Box 351, Westerly, RI 02891 Winter: Jupiter O & R Club, 1605 US Highway #1 (V6-304) Jupiter, FL
Jerome R. Kirby	298 Prospect Ave., Middletown, RI 02840
Eugene J. O'Reilly	8 Oakwood Terrace, Newport, RI 02840
E. Patrick Rooney	453 Paradise Ave., Middletown, RI 02840
Richard B. Sheffield	255 Indian Avenue, Middletown, RI 02840
Alexander R. Walsh	PO Box 83, Saunderstown, RI 02874
Joseph J. Wright	Greenwich Bay Manor, E. Greenwich, RI 02818
Patrick E. Rooney	4 Tuckerman Terrace, Middletown, RI 02840
Kevin J. Kirby	12 Mann Ave., Newport, RI 02840
Timothy K. Bye, Jr.	53 Concord Rd, Chelmsford, MA 01824
Alexander G. Walsh	PO Box 755, Newport, RI 02840

OFFICERS

J. T. O'Reilly	President
Phil Driscoll	Executive Vice President
Jerome R. Kirby	Secretary
J. T. O'Reilly	Treasurer
Patrick E. Rooney	Assistant Treasurer
Alexander G. Walsh	Assistant Secretary

Filing fee: \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

Annual Report for the year 1983

FIRST: The name of the corporation is Newport Oil Corporation

SECOND: It is incorporated under the laws of RHODE ISLAND

THIRD: Character of business, briefly stated, is Fuel Oil Distribution

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island (blank reports will be mailed to this address) 366 Thames Street, PO Box 755, Newport, RI 02804

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
See Attachment	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
3000 Shares	Common		No Par Value

APR 13 1983
[Signature]

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
1000 Shares	Common		No Par Value

Dated: March 1

19 83

Newport Oil Corporation

(Name of Corporation)

By

Title

Executive Vice President

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,
Form #9 must be filed. Please contact Corporation Division for information. 277-3040

ATTACHMENT

DIRECTORS

<u>Name</u>	<u>Address</u>
J. T. O'Reilly	169 Sea Meadow Drive, Portsmouth, RI
Philip Driscoll	169 Immokolee Drive, Portsmouth, RI
T. Kennedy Bye	PO Box #361, Westerly, RI
Jerome R. Kirby	289 Prospect Avenue, Middletown, RI
Eugene J. O'Reilly	8 Oakwood Terrace, Newport, RI
E. Patrick Rooney	453 Paradise Avenue, Middletown, RI
Richard B. Sheffield	255 Indian Avenue, Middletown, RI
Alexander R. Walsh	300 Gibbs Avenue, Newport, RI
J. Joseph Wright	Wayland Manor, 500 Angell St., Providence, RI

OFFICERS

E. Patrick Rooney	President	as above
J. Timothy O'Reilly	Executive Vice President	as above
Alexander R. Walsh	Vice President	as above
Jerome R. Kirby	Secretary	as above
Eugene J. O'Reilly	Treasurer	as above

Filing fee: \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

Annual Report for the year 1982

FIRST: The name of the corporation is Newport Oil Corporation

SECOND: It is incorporated under the laws of RI

THIRD: Character of business, briefly stated, is Sale of Petroleum products and
dealing in commodity futures

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island (blank reports will be mailed to this
address) 366 Thames St. PO Box 484 Newport RI 02840

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address (See Attachment)
	Director	
	Director	
	Director	
	President	
	Vice President	
	Secretary	
	Treasurer	

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>total 3000</u>	<u>common</u>		<u>\$200 stated value</u>

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>total 3000</u>	<u>common</u>		<u>\$200 Stated Value</u>

Dated: February 26 19 82

Newport Oil Corporation

(Name of Corporation)

By J. J. Rully
Title Vice President

(Report must be signed by an Officer)

If the corporation has changed its registered office and/or its registered agent,
Form #9 must be filed. Please contact Corporation Division for information.

MAR 31 1982
Ln

ames and addresses of its directors and officers:

Jerome R. Kirby	Director	289 Prospect Ave. Middletown RI
Richard B. Sheffield	Director	255 Indian Ave. Middletown RI
Eugene J. O'Reilly	Director	8 Oakwood Terrace Newport RI
Alexander R. Walsh	Director	300 Gibbs Ave. Newport RI
E. Patrick Rooney	Director	453 Paradise Ave. Middletown RI
T. Kennedy Bye	Director	
J. Timothy O'Reilly	Director	169 Sea Meadow Drive Portsmouth RI
Joseph J. Wright	Director	Wayland Manor, 500 Angell St. Providence RI
Philip Driscoll	Director	169 Immokolee Dr. Portsmouth RI
E. Patrick Rooney	President	As above
J. Timothy O'Reilly	Executive -	
	Vice President	As above
Alexander R. Walsh	Vice President	As above
Jerome R. Kirby	Secretary	As above
Eugene J. O'Reilly	Treasurer	As above

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

NEWPORT OIL CORPORATION

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is **NEWPORT OIL CORPORATION**

SECOND: It is incorporated under the laws of **RHODE ISLAND**

THIRD: The address of its registered office in Rhode Island is **128 LONG WHARF
NEWPORT, RI 02840**

and the name of its registered agent in Rhode Island at such address is **EDWARD P. ROONEY**

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is **FUEL OIL DISTRIBUTION**

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
JEROME KIRBY	DIRECTOR	289 PROSPECT AVE., MIDDLETOWN, RI
RICHARD SHEFFIELD	Director	4 MEETING ST., NEWPORT, RI
EUGENE O'HEILLY	Director	8 OAKWOOD TERR., NEWPORT, RI
ALEXANDER R. WALSH	DIRECTOR	300 GIBBS AVE., NEWPORT, RI
EDWARD P. ROONEY	Director	453 PARADISE AVE., MIDDLETOWN, RI
TIMOTHY K. BYE	Director	PO BOX 351, WESTERLY, RI
JAMES T. O'REILLY	DIRECTOR	169 SEAMEADOW DR., PORTSMOUTH, RI
JOSEPH J. WRIGHT	Director	510 INDUSTRIAL BUILDING, PROVIDENCE, RI
EDWARD P. ROONEY	President	453 PARADISE AVE., MIDDLETOWN, RI
JAMES T. O'REILLY	EXECUTIVE VICE PRES.	169 SEAMEADOW DR. PORTSMOUTH, RI
ALEXANDER R. WALSH	Vice President	300 GIBBS AVE., NEWPORT, RI
JEROME KIRBY	Secretary	289 PROSPECT AVE., MIDDLETOWN, RI
EUGENE O'HEILLY	Treasurer	8 OAKWOOD TERR., NEWPORT, RI

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
1321	COMMON		\$200.00

STATED VALUE

8977A14000150081

JUL 7 1981
SH

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
1021	COMMON		\$200.00 STATED VALUE

Dated 2/20, 1981

John R. Kelly Newport Oil Corporation
(NAME OF CORPORATION)

By

John R. Kelly
its C.E.O.

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

Newport Oil Corporation

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is Newport Oil Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The address of its registered office in Rhode Island is
128 Long Wharf, Newport, Rhode Island
and the name of its registered agent in Rhode Island at such address is
Edward Rooney

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is Fuel Oil Distribution

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
Jerome R. Kirby, Jr.	Director	298 Prospect Ave., Middletown, R.I.
Richard B. Sheffield	Director	4 Meeting St., Newport, R.I.
Eugene J. O'Reilly	Director	8 Oakwood Terrace, Newport, R.I.
Alexander R. Walsh	Director	300 Gibbs Ave., Newport, R.I.
Edward P. Rooney	Director	453 Paradise Ave., Middletown, R.I.
Timothy K. Bye	Director	P.O. Box 480, 102 Lasales Rd. W. Hart. Ct
Joseph J. Wright	Director	Wayland Manor, 500 Angell St., Prov.
James T. O'Reilly	Director	169 Sea Meadow Rd., Portsmouth, R.I.
Edward Rooney	President	as above
Alexander Walsh	Vice President	" "
Jerome Kirby	Secretary	" "
Eugene O'Reilly	Treasurer	" "

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
1,021	Common		\$200 Stated Value

APR 15 1980

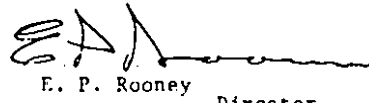
EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
1,000	Common		No Par

Dated February 19, 19⁸⁰

Newport Oil Corporation
(NAME OF CORPORATION)

By


E. P. Rooney
Its Director

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

Newport Oil Corp.

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is Newport Oil Corp.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The address of its registered office in Rhode Island is

128 Long Wharf, Newport, R. I.

and the name of its registered agent in Rhode Island at such address is

Edward Rooney

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is fuel oil distribution

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
Jerome R. Kirby, Jr.	Director	298 Prospect Ave., Middletown, R.I.
Richard B. Sheffield	Director	4 Meeting St., Newport, R. I.
Eugene J. O'Reilly	Director	8 Oakwood Terrace, Newport, R. I.
Alexander R. Walsh	Director	300 Gibbs Ave., Newport, R. I.
Edward P. Rooney	Director	453 Paradise Ave., Middletown, R.I.
Timothy K. Bye	Director	P.O.Box 480, 102 Lasales Rd., West Hartford, Ct. 0610
Joseph J. Wright	Director	Wayland Manor, 500 Angell St. Apt. 714, Prov. R.I. 02871
James T. O'Reilly	Director	169 Sea Meadow Rd., Portsmouth, R.I.
Edward Rooney	President	Middletown, R. I. (As above)
Alexander Walsh	Vice President	As above
Jerome Kirby	Secretary	As above
Eugene O'Reilly	Treasurer	As above

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
1,021	Common	3 29 79	\$200 stated value

2202A1400015008L

MAR 29 1979

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
1,021	Common		\$200 stated value

139

Dated February 23, 1979

Newport Oil Corp.
(NAME OF CORPORATION)

By

J. T. O'Reilly
J. T. O'Reilly

Its Director

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

NEWPORT OIL CORPORATION

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is Newport Oil Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The address of its registered office in Rhode Island is
128 Long Wharf, Newport

and the name of its registered agent in Rhode Island at such address is

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is wholesale and retail petroleum products

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
T. Kennedy Bye	Director	West Hartford, Conn. 102 LASALLE RD
Joseph J. Wright	Director	219 S. WASHINGTON ST. NORTH ATTLEBORO MA
Richard B. Sheffield	Director	Newport, R. I. 4 MEETING STR
Alexander R. Walsh	Director	Newport, R. I.
J. Timothy O'Reilly	Exec. Vice President	Newport, R. I. 169 SEA MEADOW RD
Edward P. Rooney	President	Newport, R. I. 453 PARADISE AVE
Alexander R. Walsh	Vice President	Newport, R. I. 300 GIBBS AVE
Jerome R. Kirby	Secretary	Newport, R. I. 298 PROSPECT AVE
Eugene J. O'Reilly	Treasurer	Newport, R. I. 8 OAKWOOD TERR

Also directors

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
3000		78	No Par

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APR 4 1978

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
878			No Par

Dated February 22 , 1978

Newport Oil Corporation
(NAME OF CORPORATION)

By

E. J. Kelly
Its *Pres*

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE
ANNUAL REPORT
OF

NEWPORT OIL CORPORATION

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is **NEWPORT OIL CORPORATION**

SECOND: It is incorporated under the laws of **RHODE ISLAND**

THIRD: The address of its registered office in Rhode Island is
128 LONG WHARF, NEWPORT

and the name of its registered agent in Rhode Island at such address is

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is

WHOLESALE AND RETAIL PETROLEUM PRODUCTS

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
T. KENNEDY BYE	Director	WEST HARTFORD, CONN.
JOSEPH J. WRIGHT	Director	PROVIDENCE, R.I.
RICHARD B. SHEFFIELD	Director	NEWPORT, R.I.
ALEXANDER R. WALSH	Director	NEWPORT, R I
	Director	
	Director	
EDWARD P. ROONEY	President	NEWPORT, R I
ALEXANDER R. WALSH	Vice President	NEWPORT, R I
JEROME R. KIRBY, JR.	Secretary	NEWPORT, R I
EUGENE J. O'REILLY	Treasurer	NEWPORT, R I

Also
Directors

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
3000			No Par

MAR 4 1977

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
881			No Par

Dated FEB. 28 , 1977

NEWPORT OIL CORPORATION

(NAME OF CORPORATION)

By



Its

Treas.

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

Newport Oil Corporation

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is Newport Oil Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The address of its registered office in Rhode Island is
128 Long Wharf, Newport, R. I.

and the name of its registered agent in Rhode Island at such address is

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is

Wholesale and Retail Petroleum Products

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
T. Kennedy Bye	Director	West Hartford, Conn.
Joseph J. Wright	Director	Providence, R. I.
Richard B. Sheffield	Director	Newport, R. I.
Alexander R. Walsh	Director	Newport, R. I.
	Director	
	Director	
Also Edward P. Rooney	President	24 Long Wharf Newport, R. I.
Directors Alexander R. Walsh	Vice President	Newport, R. I.
	Secretary	Newport, R. I.
	Treasurer	Newport, R. I.

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
3,000			No Par

FEB 26 1976
MRE

EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

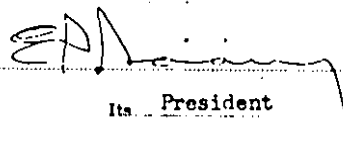
<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
881			No Par

Dated February 20, 1976

Newport Oil Corporation

(NAME OF CORPORATION)

By



Its President

FILED 15-76 SEC. OF STATE ARK. **15.00

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

Newport Oil Corporation

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is Newport Oil Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The address of its registered office in Rhode Island is

128 Long Wharf, Newport

and the name of its registered agent in Rhode Island at such address is

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is

wholesale and retail petroleum products

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
T. Kennedy Bye	Director	West Hartford, Conn. 25 Arlington Road
Joseph J. Wright	Director	Providence, R. I., 111 Westminster St.
Richard B. Sheffield	Director	Newport, R. I., 4 Meeting Street
Alexander R. Walsh	Director	Newport, R. I. 350 Gibbs Ave.
	Director	
	Director	
Edward P. Rooney	President	Newport, R. I. 89 Long Wharf
Alexander R. Walsh	Vice President	Newport, R. I. 350 Gibbs Ave.
Jerome R. Kirby, Jr.	Secretary	Newport, R. I. 41 Bellevue Ave.
Eugene J. O'Reilly	Treasurer	Newport, R. I. 89 Long Wharf

Also

directors

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
3000			No Par

MAY 23 1975


EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
881			No Par

Dated February 25, 1975

(NAME OF CORPORATION)

By


Its Pres.

IL 21-75 SEC. OF STATE 7303 AR***15.00

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

Newport Oil Corporation

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is

Newport Oil Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The address of its registered office in Rhode Island is

128 Long Wharf, Newport

and the name of its registered agent in Rhode Island at such address is

Edward P. Rooney

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is

wholesale and retail petroleum products

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
T. Kennedy Bye	Director	West Hartford, Conn. 25 Arlington Rd.
Joseph J. Wright	Director	Providence, R. I. 111 Westminster St.
Cornelius J. Sullivan	Director	Newport, R. I. 18 Pennacook St.
Richard B. Sheffield	Director	Newport, R. I. 2 Meeting St.
Caldwell A. Whipple	Director	Newport, R. I. 6 Cliff Terrace
Alexander R. Walsh	Director	Newport, R. I. 300 Gibbs Ave.
James T. O'Connell	President	Newport, R. I. 9 Powel Ave.
Edward P. Rooney	Vice President	Newport, R. I. 89 Long Wharf
Eugene J. O'Reilly	Secretary	Newport, R. I. Oakwood Terrace
Edward P. Rooney	Treasurer	Newport, R. I.

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
3000			No Par

MAR 1 1974

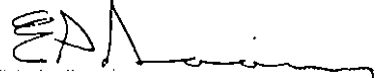
EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
883			No Par

Dated February 25, 1974

NEWPORT OIL CORPORATION
(NAME OF CORPORATION)

By


Its Vice President

NY 31-74 SEC-OF STATE 1563 AR***15.00

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

**ANNUAL REPORT
OF**

Newport Oil Corporation

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is Newport Oil Corporation

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The address of its registered office in Rhode Island is 128 Long Wharf, Newport
and the name of its registered agent in Rhode Island at such address is _____

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is _____

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is wholesale and retail petroleum products

SIXTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
Joseph J. Wright	Director	No. Attleboro, Mass.
Timothy K. Bye	Director	East Hartford, Conn.
Cornelius J. Sullivan	Director	Newport, R. I.
Caldwell A. Whipple	Director	Newport, R. I.
Jerome R. Kirby, Jr.	Director	Middletown, R. I.
Alexander R. Walsh	Director	Newport, R. I.
James T. O'Connell	President	Newport, R. I.
Edward P. Rooney	Vice President	Middletown, R. I.
Eugene J. O'Reilly	Secretary	Newport, R. I.
Edward P. Rooney	Treasurer	Middletown, R. I.
Richard B. Sheffield	Director	Middletown, R. I.

SEVENTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
3000			No Par Value

FEB 23 1973

MC

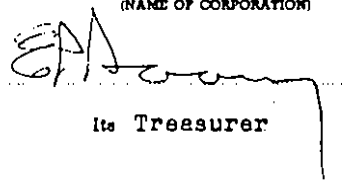
EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
883			No Par Value

Dated Feb. 20, , 1973

Newport Oil Corporation
(NAME OF CORPORATION)

By


Its Treasurer

AR -2-73 REC-95 STATE 653 48 *****15.00