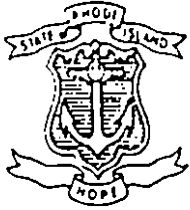


Filing Fee \$150.00

ID Number: 108540



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
SEP 30 2 44 PM '99

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 Deck Financial Advisory Services, 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 render financial, insurance, investment, retirement, and estate planning services,
and all activities incidental thereto; and for any other lawful purposes.

4. The aggregate number of shares which the corporation shall have authority to issue is:
(a) if only one class: Total number of shares 8,000 (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 common

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:
R.I.G.L. Section 7-1.1-24, 1956, as amended is hereby adopted.

FILED
SEP 30 1999
BY [Signature]
231305

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

(see attached)

7. The address of the initial registered office of the corporation is 606 Old Colony House
58 Weybosset Street
(Street)

Providence, RI 02903 and the name of its initial registered agent at such address is
(City/Town) (Zip Code)

Thomas W. Heald

8. The number of directors constituting the initial board of directors of the corporation is Zero 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, 1955, 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
President	<u>Clifford J. Deck</u>	<u>63 Sockanosset Crossroads, Unit 2C, Cranston, RI</u>
Secretary	<u>Clifford J. Deck</u>	<u>63 Sockanosset Crossroads, Unit 2C, Cranston, RI</u>
Treasurer	<u>Clifford J. Deck</u>	<u>63 Sockanosset Crossroads, Unit 2C, Cranston, RI</u>
		<u>02920</u>

9. The name and address of each incorporator is:

Name	Address
<u>Roger N. LeBoeuf, Esq.</u>	<u>606 Old Colony House, 58 Weybosset Street</u>
	<u>Providence, RI 02903</u>

10. Date when corporate existence to begin: October 1, 1999
(not more than 30 days after filing of these articles of incorporation)

Dated September 30, 1999

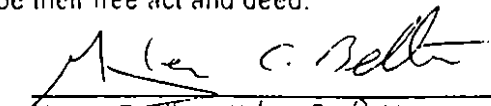


Signature of each Incorporator

STATE OF
COUNTY OF

In Providence, on this 30th day of September, 19 99, personally appeared before me ROGER N. LeBOEUF, ESQ.

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 Mylos C. Beltram
My Commission Expires: 12/24/2000

SIXTH: (a) To guarantee any bonds, securities or evidences of indebtedness created by or dividends on or certain amount per share in liquidation of the capital stock of any other corporation or corporations created by this state or by any other state, country, nation or government, provided such other corporation is formed for purposes similar to the purposes of this corporation or is engaged in the same or a substantially similar business or transacts business with this corporation or is owned or controlled by the same or substantially similar interests; but nothing herein contained shall authorize this corporation to carry on the business of a surety or indemnity company.

(b) To guarantee in any way permitted by law the performance of any of the contracts or other undertakings in which the corporation may otherwise be or become interested, of any corporation, association, partnership, firm, trustee, syndicate, individual, government, state, municipality, or other political or governmental division or subdivision, domestic or foreign, insofar as may be permitted by law.

(c) To promote or assist financially or otherwise, corporations, syndicates, partnerships, trusts, trustees, individuals or associations of all kinds and to give any guaranty in connection therewith for the payment of money or for the performance of any obligation or undertaking.

(d) RIGL 7-1.1-30.3, 1956, as amended is hereby adopted.

(e) The corporation or any subsidiary or affiliated company thereof, shall indemnify and hold harmless each person (and his heirs, administrators and executors) who shall serve at any time hereafter as a director or officer of the corporation or any subsidiary or affiliated company thereof, from and against any and all claims and liabilities including reasonable attorney's fees to which such person shall become subject by reason of his having heretofore or hereafter been a director, officer, employee, agent of the Corporation, Trustee of employee benefit plan, or a stockholder acting on behalf of the corporation or any subsidiary or affiliated company thereof, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such director or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability; provided, however, that no such person shall be indemnified against or be reimbursed for, any expense incurred in connection with any claim or liability arising out of his own negligence or wilful misconduct, or with respect to any matter as to which he shall have been adjudicated not to have acted in good faith in reasonable belief that his action was in the best interest of the corporation, or to the extent such matter relates to service with respect to employee benefit plan, in the best interest of the participants or beneficiaries of such plan. Any person so indemnified must repay such payment if later adjudicated to be not entitled to indemnification.

The rights accruing to any person under the foregoing provisions of this Article shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for. The corporation, its directors, officers, employees and agents shall be fully protected in taking any action or making any payment under this Article, or in refusing so to do, in reliance upon the advice of counsel.