State of Chode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION

(BUSINESS CORPORATION)

Knuw all Men by these Presents. That weEdward R. Lipson,				
Ruth Lipson, Esther Harris				
all of lawful age, hereby agree to and with each other: First. To associate ourselves together with the intention of forming a corporation under and by virtue of the powers conferred by Article II of Chapter 116 of the General Laws of Rhode Island. Second. Said corporation shall be known by the name of Richard Realty Inc.				
THIRD. Said corporation is formed (as permitted by § 4 of said Chapter 116) for the purpose of Operating, buying, selling, building, and leasing				
real estate, and conducting any and all manner of business				
necessary and incidental thereto.				
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In addition to the foregoing, said corporation shall have the following powers and				
authority, viz:—(See § 5, Chapter 116 of the General Laws.)				
To do any lawful act which is necessary or proper to accomplish the purposes of its incorporation. Without limiting or enlarging the effect of this general grant of authority, it is hereby specifically provided that every corporation shall have power: (a) to have powerful granting in its approximation of the property of the propert				
(a) to have perpetual succession in its corporate name, unless a period for its duration is limited in its articles of association or charter;				
(b) to sue and be sued in its corporate name; (c) to have and use a common seal, and after the same at pleasure;				
(d) to elect such officers and appoint such agents as its business requires, and to fix their compensation and define their duties;				
(c) to make by-laws not inconsistent with the constitution or laws of the United States or of this state, or the corporation's charter, or articles of association, determining the time and place of holding and the manner of calling and of conducting meetings of its stockholders and directors, the manner of electing its officers and directors, the mode of voting by proxy, the number, qualifications, powers, duties and term of office of its officers and directors, the number of directors and of shares of stock necessary to constitute a quorum, which number may be less than a majority, and the method of making demand for payment of subscriptions to its capital stock, and providing for an executive committee to be elected from and by the board of directors and defining its powers and duties, and containing any other provisions, whether of the same or of a different nature, for the management of the corporation's property and the regulation and government of its affairs;				
(f) to make contracts, incur liabilities and borrow money;				
(g) to acquire, hold, sell and transfer shares of its own capital stock: Provided, that no corporation shall use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of the capital of the				

- corporation;
- (h) to acquire, hold, sell, assign, transfer, mortgage, plodge or otherwise dispose of any bonds, securities or evidences of indebtedness created by, or the shares of the capital stock of, any other corporation or corporations of this state or of any other state, country, nation or government, and while owner of said stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon;
- (i) to guarantee, if authorized so to do by its charter or articles of association, any bonds, securities or evidences of indebtedness created by or dividends on or a certain amount per share in liquidation of the capital stock of, any other corporation or corporations created by this state or by any other state, country, nation or government;
- to acquire, hold, use, manage, convey, lease, mortgage, pledge or otherwise dispose of within or without this state any other property, real or personal, which its purposes shall require;
- (k) to conduct business and have offices in this state and elsewhere: Provided, however, that nothing in paragraph (a) to (k) inclusive contained shall authorize said corporation to carry on the business of a bank, savings bank or trust company.

FOURTH. Said corporation shall be located	in Granston, Rhode Island.
FIFTH. The TOTAL amount of authorized	
par value, shall be	(\$) dollars as follows. viz:
Common stock in the amount of	(\$)
dollars to be divided into) shares of
the par value of	(\$) dollars each; and
Preferred stock in the amount of	······(\$)
dollars, to be divided into	shares, of
the par value of	
(Or if capital stock is with	
The TOTAL number of shares of capital stock	
Five hundred	(500) shares.
as follows, viz: Five hundred	(
Common stock, without par value; and	
) shares of
Preferred stock, without par value.	,
(If capital stock is divided into two or more stock, including terms on which they are created, a	classes) Description of several classes of and voting rights of each, viz:—
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Sixth. (If not perpetual) The period of dura	ation of said corporation shall terminate
(Further provisions not inco	nsistent with law)

FILED IN THE OFFICE OF THE SECRIPTARY OF STATE

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ARTICLES OF ASSOCIATION OF

Richard Realty Inc.

(BUSINESS CORPORATION)

	∯ta	te of Rhode :	Island and Providence Plantations
	Nô	OFFICE OF 16700	F THE GENERAL TREASURER Providence, October 19, 1950
has paid into the S	tate Treas	tury a fee of	Richard Bealty Inc. -Dollars for Incorporation 116, General Laws of 1938. General Treasurers