

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

CORPORATIONS DIVISION

100 NORTH MAIN STREET

PROVIDENCE, RI 02903

Corp. I.D. #

97891

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:

FIRST. The name of the corporation is

United Realty Corp.

(A close corporation pursuant to §7-1.1-31 of the General Laws, 1956, as amended) (strike if inapplicable)

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

THIRD. The purpose or purposes for which the corporation is organized are:

To acquire by purchase, lease, transfer, gift, or otherwise and to hold, own and operate that certain real property located at 582 Quaker Highway, Uxbridge, Massachusetts and 361 Jefferson Boulevard, Warwick, Rhode Island and only such property, and to perform every act and thing covered generally by the denomination "real estate holding corporation" and to perform any acts and things permitted by law and designed to protect, preserve, improve, or enhance said real estate holdings.

FILED

NOV 26 1997

By AC#63
(95328)

FOURTH. 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.)

All shares shall be of a class designated as common stock with no par value.

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 title 7 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.)

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

The provisions of Section 7-1.1-24 of the General Laws of Rhode Island, 1956, as amended, are incorporated herein by reference and made a part hereof.

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

SEVENTH. The address of the initial registered office of the corporation is
2 Williams Street, Providence, Rhode Island, 02903 (add Zip Code)
and the name of its initial registered agent at such address is:
Scott A. Ritch, Esq.

Scott A. Ritch, Esq.
Signature of registered agent

EIGHTH. The number of directors constituting the initial board of directors of the corporation is two and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

(If this is a close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended, state the name(s) and address(es) of the officers of the corporation.)

Name	Address
Norman Kantor	837 Ramapo Way, Westfield, NJ. 07090
Milton Levin	14 Old Tannery Road, Providence, RI, 02906

NINTH. The name and address of each incorporator is:

Name	Address
Scott A. Ritch	2 Williams Street, Providence, RI, 02903

TENTH. Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation):

Upon the issuance of the Certificates of Incorporation

Dated November 26, 1997

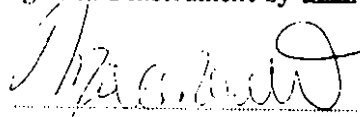
Scott A. Ritch, Esq.
Signature of each incorporator

STATE OF RHODE ISLAND } In the City } of PROVIDENCE
COUNTY OF } Town }

in said county this 26th day of November, A.D. 19 97

then personally appeared before me
Scott A. Ritch

~~each and all~~ known to me and known by me to be the parties^y executing the foregoing
instrument, and ~~they severally~~ acknowledged said instrument by ~~them~~^{him} subscribed to be
~~their~~^{his} free act and deed.


Notary Public