

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION

(BUSINESS CORPORATION)

Know all Men by these Presents, That we, Andrew P. Quinn, Richard F. Canning, and Alan S. Flink,

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 Chapters 7-1 to 7-5 (inclusive), 7-9 and 7-10 of the General Laws of Rhode Island.

SECOND. Said corporation shall be known by the name of

Licht Industries, Inc.

THIRD. Said corporation is formed (as permitted by § 7-2-3 of the General Laws) for the purpose of engaging in the business of purchasing or otherwise acquiring, leasing, selling, conveying, mortgaging, improving, developing, or otherwise dealing in real estate and any rights or interest therein, transacting a general real estate agency, including the buying and selling of real estate, mortgages, the care and management of real estate, and transacting any other business connected with or incidental to any of the foregoing purposes.

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See § 7-2-10 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 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 alter 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;

(e) to make by-laws not inconsistent with the Constitution or laws of the United States or of this state, or with 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;

FOURTH. Said corporation shall be located in Providence, , Rhode Island.
(City or Town)

FIFTH. The TOTAL amount of authorized capital stock of said corporation, with 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 (\$) dollars each.

(Or if capital stock is without par value)

The TOTAL number of shares of capital stock authorized, without par value, shall be One Hundred (100) shares as follows, viz:-- One Hundred (100) shares of Common stock, without par value; and () shares of Preferred stock, without par value.

(If capital stock is divided into two or more classes) Description of several classes of stock, including terms on which they are created, and voting rights of each, viz:--

SIXTH. (If not perpetual) The period of duration of said corporation shall terminate

(Further provisions not inconsistent with law)

SEVENTH Common stock without par value may be issued by the corporation from time to time for such consideration consisting of cash, services, personal property, tangible or intangible, or real estate as may be fixed from time to time by the Board of Directors.

EIGHTH

NINTH

In Testimony Whereof, We have hereunto set our hands and stated our residences this 26th day of February, A. D. 1959

| NAME | RESIDENCE (No. Street, City or Town) |
|---|---|
| <i>Andrew P. Quinn</i> Andrew P. Quinn | 311 Laurel Ave., Providence, R. I. |
| <i>Richard E. Canning</i> Richard E. Canning | 82 Woodstock Lane, Cranston, R. I. |
| <i>Alan S. Flink</i> Alan S. Flink | 92 Savoy Street, Providence, R. I. |

STATE OF RHODE ISLAND, } City }
COUNTY OF PROVIDENCE } In the } of Providence
TOWN

in said county this 26th day of February, A. D. 19 59
then personally appeared before me Andrew P. Quinn, Richard E.
Canning, and Alan S. Flink,

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

(BUSINESS CORPORATION)

ORIGINAL

ARTICLES OF ASSOCIATION OF

Licht Industries, Inc.

FILED IN THE OFFICE OF THE
SECRETARY OF STATE

FEB 26 1959 19



State of Rhode Island and Providence Plantations

OFFICE OF THE GENERAL TREASURER

Nº 25835 Providence..... Feb. 26,.....19 59

I Hereby Certify That Licht Industries, Inc.

has paid into the State Treasury a fee of Twenty-five Dollars

Twenty-five Dollars for Incorporation

In accordance with the provisions of 7-1-9, General Laws.

Raymond H. Hawkesley
General Treasurer.