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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. #

83643

BUSINESS CORPORATION

FILED

ORIGINAL ARTICLES OF INCORPORATION

MAR 29 1995

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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

Leboeuf Construction & Development, Inc.

(A close corporation pursuant to §7-1.1-51 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:

1. Residential and commercial construction;
2. Purchase, sale and development of real estate for residential and commercial purposes;
3. Residential and commercial remodeling;
4. To act as a subcontractor for commercial and residential construction and remodeling;
5. To act as a general contractor for the development of residential and commercial properties; and
6. To form partnerships, joint ventures and associations for the development and construction of residential and commercial properties, and any all lawful business for which corporations may be incorporated under Chapter 7-1.1 of the Rhode Island General Laws, 1956, as amended.

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FOURTH. The aggregate number of shares which the corporation shall have authority to issue is:

(a) *If only one class:* Total number of shares 400

(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.)

without 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:

See bylaws.

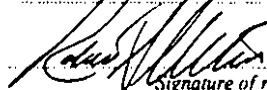
SIXTH. Provisions (if any) for the regulation of the internal affairs of the corporation:

See bylaws.

SEVENTH. The address of the initial registered office of the corporation is 603 Park Avenue, Woonsocket, RI 02895 (add Zip Code)

and the name of its initial registered agent at such address is:

Robert A. Mitson, Esq., JARRET & MITSON, INC.



Signature of registered agent

EIGHTH. The number of directors constituting the initial board of directors of the corporation is 2 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
Ronald Leboeuf	590 Joslin Road, Burrillville, RI 02830
	JARRET & MITSON, INC.
Robert A. Mitson, Esq.	603 Park Avenue, Woonsocket, RI 02895

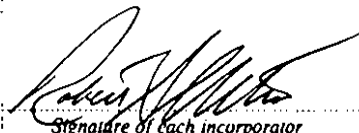
NINTH. The name and address of each incorporator is:

Name	Address
Robert A. Mitson, Esq.	JARRET & MITSON, INC., 603 Park Avenue Woonsocket, RI 02895

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

upon filing

Dated 3/29, 1995



Signature of each incorporator

STATE OF RHODE ISLAND } City
COUNTY OF PROVIDENCE } In the ~~XXXX~~ Town of Woonsocket
in said county this 29th day of March, A.D. 1995
then personally appeared before me ROBERT A. MITSON

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.

Francis M. Dufac
Notary Public
FRANCES M. DUFAC
Notary Public
My Commission Expires: 7/18/95

LEBOEUF CONSTRUCTION, INC.
590 Joslin Road
Burrillville, RI 02830

Secretary of State
Corporations Division
100 North Main Street
Providence, RI 02903

Dear Secretary:

Please be advised that the undersigned, as President of LEBOEUF CONSTRUCTION, INC., hereby consents to the use of LEBOEUF CONSTRUCTION & DEVELOPMENT, INC. for the purpose of a Rhode Island incorporation.



Ronald Leboeuf, as President
of LEBOEUF CONSTRUCTION, INC.

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