



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Matthew A. Brown, Secretary of State

Corporations Division
100 North Main Street
Providence, RI 02903-1333
401.222.304

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005

Filing Period: January 1 - March 1 • Filing Fee: \$50.00
(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. 118543		2. Name of Corporation LAYFIELD CARPENTRY, INC.					
3. Street Address Principal Business Office 420 Boston Neck Road		400 Hatchery Road		City North Kingstown	State RI	Zip 02852	
4. Business Phone No. 295-1016		5. State of Incorporation RHODE ISLAND			6. SIC Code 59		
7. Brief Description of the Character of Business Conducted in Rhode Island TO ACT AS A GENERAL CONTRACTOR OR SUBCONTRACTOR FOR CARPENTRY WORK, AS WELL AS ALL TYPES OF CONSTRUCTION							
8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS							
President Name Russell Layfield			Vice President Name Russell Layfield				
Street Address 420 Boston Neck Road			400 Hatchery Road				
City North Kingstown		State RI	Zip 02852	City North Kingstown		State RI	Zip 02852
Secretary Name Russell Layfield			Treasurer Russell Layfield				
Street Address 420 Boston Neck Road			400 Hatchery Road				
City North Kingstown		State RI	Zip 02852	City North Kingstown		State RI	Zip 02852
9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS							
Director Name Russell Layfield			Director Name				
Street Address 420 Boston Neck Road			400 Hatchery Road				
City North Kingstown		State RI	Zip 02852	City		State	Zip
Director Name			Director Name				
Street Address			Street Address				
City		State	Zip	City		State	Zip
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>				11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>			
AUTHORIZED SHARES				ISSUED SHARES			
Number of Shares		Class/Series	Par Value	Number of Shares		Class/Series	Par Value
1,000		\$1.00	PAR VALUE	1,000		\$1.00	PAR VALUE

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



118543

FILED

File Date: MAR 02 2005
Check No.:
By: UB

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: Russell Layfield Date: 3/1/05

Print or Type Name of Officer: Russell Layfield 1/28/05

President

Layfield Carpentry, Inc.

NOTICE OF COMBINED ANNUAL SHAREHOLDERS' AND DIRECTOR'S MEETING

Notice is hereby given that the annual meeting of Shareholders and Directors of **Layfield Carpentry, Inc.** shall be held on January 2, 2005, at 1:00 p.m., in the offices of the Corporation's Registered Agent, Bernard A. Poirier, CPA at 2350 Post Road, Suite 102, Warwick, Rhode Island.

The shareholders will deliberate and take action on the following matters:

1. The election of a new Board of Directors for the year beginning January 1, 2005, and ending December 31, 2005.
2. The election of the Officers of the Corporation for the year beginning January 1, 2005, and ending December 31, 2005.
3. Transact such other business as may properly come before the meeting or any adjournment thereof.

Only those shareholders who were shareholders of record at the close of business on December 31, 2004, will be entitled to vote in person or by proxy at the meeting or any adjournment thereof.

By order of the Board of Directors of
Layfield Carpentry, Inc.


Secretary

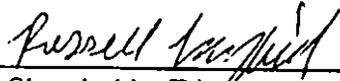
Dated: January 2, 2005

Layfield Carpentry, Inc.

WAIVER OF NOTICE - COMBINED MEETING

I, the undersigned, the holder of all of the issued shares of stock of **Layfield Carpentry, Inc.** and a member of the Board of Directors, do hereby waive notice of the combined meeting of Shareholders and Board of Directors of the said corporation.

Furthermore, the undersigned hereby agrees that said meeting shall be held at 1:00 p.m. on January 2, 2005, at the following location: 2350 Post Road, Suite 102, Warwick, Rhode Island.



Shareholder/Director

Date: January 2, 2005

Layfield Carpentry, Inc.

MINUTES OF THE COMBINED ANNUAL SHAREHOLDERS' AND DIRECTOR'S MEETING

The combined annual meeting of Stockholders and Directors of Layfield Carpentry, Inc. was held at 2350 Post Road, Suite 102, Warwick, Rhode Island at 1:00 p.m., on January 2, 2005.

The meeting was called to order by Russell Layfield, President, who chaired the meeting, and Russell Layfield, Secretary, kept the record of the meeting.

The Secretary stated that the following stockholders were present in person:

Names	Number of Shares
Russell Layfield	1,000

and that the following stockholders were represented by proxy:

Names	Number of Proxies	Number of Shares
<u>NONE</u>	<u> </u>	<u> </u>

The Chairman then reported that there were present in person and represented by proxy the number of shares necessary to constitute a quorum to conduct business.

Any proxies presented were directed to be filed with the Secretary of the meeting.

The Chairman then stated that the next business to come before the meeting was the election of the Board of Directors to serve for the upcoming year.

The following was nominated as director:

Russell Layfield

No other persons were nominated.

Upon motion duly made, seconded and unanimously carried, the nominations were closed.

The ballots of the stockholders were presented and the Secretary reported that Russell Layfield had received a plurality of the votes.

The Chairman then declared that the aforementioned person was duly elected director of the Corporation to hold office for the upcoming year.

The Chairman then stated that the next business to come before the meeting was the election

of the Officers of the Corporation to serve for the upcoming year.

The following was nominated as Officers:

Russell Layfield	President
Russell Layfield	Vice-President
Russell Layfield	Secretary
Russell Layfield	Treasurer

No other persons were nominated.

Upon motion duly made, seconded and unanimously carried, the nominations were closed.

The ballots of the Directors were presented and the Secretary reported that the following persons received a plurality of the votes:

Russell Layfield	President
Russell Layfield	Vice-President
Russell Layfield	Secretary
Russell Layfield	Treasurer

The Chairman then declared that the aforementioned persons were duly elected Officers of the Corporation to hold office for the upcoming year.

No further business coming before the meeting, upon motion duly made, seconded and carried, the meeting adjourned.


Secretary

January 2, 2005



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
 Office of the Secretary of State
 Matthew A. Brown, Secretary of State

Corporations Division
 100 North Main Street
 Providence, RI 02903-1300
 401.222.3000

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2004

Filing Period: January 1 - March 1 • Filing Fee: \$50.00
 (FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No 118543		2. Name of Corporation LAYFIELD CARPENTRY, INC.			
3. Street Address Principal Business Office 420 Boston Neck Road			City North Kingstown	State RI	Zip 02852
4. Business Phone No. 401-295-1016		5. State of Incorporation RHODE ISLAND			6. SIC Code 59
7. Brief Description of the Character of Business Conducted in Rhode Island TO ACT AS A GENERAL CONTRACTOR OR SUBCONTRACTOR FOR CARPENTRY WORK, AS WELL AS ALL TYPES OF CONSTRUCTION					
8. NAMES AND ADDRESSES OF THE OFFICERS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name Russell Layfield			Vice President Name Russell Layfield		
Street Address 420 Boston Neck Road			Street Address 420 Boston Neck Road		
City North Kingstown	State RI	Zip 02852	City North Kingstown	State RI	Zip 02852
Secretary Name Russell Layfield			Treasurer Name Russell Layfield		
Street Address 420 Boston Neck Road			Street Address 420 Boston Neck Road		
City North Kingstown	State RI	Zip 02852	City North Kingstown	State RI	Zip 02852
9. NAMES AND ADDRESSES OF THE DIRECTORS: ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name Russell Layfield			Director Name		
Street Address 420 Boston Neck Road			Street Address		
City North Kingstown	State RI	Zip 02852	City	State	Zip
Director Name			Director Name		
Street Address			Street Address		
City	State	Zip	City	State	Zip
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>			11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>		
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
1,000	\$1.00 PAR VALUE		1,000	\$1.00 PAR VALUE	

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 1 8 5 4 3 *

File Date 1/21/04
 Check No. 326
 By: [Signature]
 FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Russell Layfield
 Signature of Officer
 Date
 1/21/04
 Russell Layfield
 Print or Type Name of Officer
 President
 Title of Officer



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Edward S. Inman, III, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1331
401-222-3041



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2003
Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED OR PRINTED IN BLACK)

1. Corporate ID No. **118543**
2. Name of Corporation **LAYFIELD CARPENTRY, INC.**
3. Street Address Principal Business Office
420 Boston Neck Road
4. Business Phone No. **401-295-1016**
5. State of Incorporation **RHODE ISLAND**
7. Brief Description of the Character of Business Conducted in Rhode Island
Contractor for Constuction and Carpentry Work

City **North Kingstown** State **RI** Zip **02852**
6. SIC Code **59**

8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) **FILL IN SPACES BEFORE USING ATTACHMENTS**

President Name **Russell Layfield**
Street Address **420 Boston Neck Road**
City **North Kingstown** State **RI** Zip **02852**

Vice President Name **Russell Layfield**
Street Address **402 Boston Neck Road**
City **North Kingstown** State **RI** Zip **02852**

Secretary Name **Russell Layfield**
Street Address **420 Boston Neck Road**
City **North Kingstown** State **RI** Zip **02852**

Treasurer Name **Russell Layfield**
Street Address **420 Boston Neck Road**
City **North Kingstown** State **RI** Zip **02852**

9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) **FILL IN SPACES BEFORE USING ATTACHMENTS**

Director Name **Russell Layfield**
Street Address **420 Boston Neck Road**
City **North Kingstown** State **RI** Zip **02852**

Director Name
Street Address
City State Zip

Director Name
Street Address
City State Zip

Director Name
Street Address
City State Zip

10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT)

AUTHORIZED SHARES
Number of Shares Class/Series Par Value
1,000 \$1.00 PAR VALUE

11. SHARES ISSUED ("X" BOX FOR ATTACHMENT)

ISSUED SHARES
Number of Shares Class/Series Par Value
1000 \$1.00

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee.



* 1 1 8 5 4 3 *

File Date: 2/10/03

Check No.: 200

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Russell Layfield 2/16/03
Signature of Officer Date

Russell Layfield 1/21/03
Print or Type Name of Officer

President

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2002

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)



1. Corporate ID No. **118543**
2. Name of Corporation **LAYFIELD CARFENTRY, INC.**

3. Street Address Principal Business Office
420 Boston Neck Road

City State Zip
North Kingstown RI 02852
6. SIC Code
0059

4. Business Phone No. **401-295-1016**
5. State of Incorporation **RHODE ISLAND**

7. Brief Description of the Character of Business Conducted in Rhode Island
General Contractor for Carpentry Work

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) **FILL IN SPACES BEFORE USING ATTACHMENTS**

President Name
Russell Layfield
Street Address
420 Boston Neck Road
City State Zip
North Kingstown RI 02852

Vice President Name
Russell Layfield
Street Address
420 Boston Neck Road
City State Zip
North Kingstown RI 02852

Secretary Name
Russell Layfield
Street Address
420 Boston Neck Road
City State Zip
North Kingstown RI 02852

Treasurer Name
Russell Layfield
Street Address
420 Boston Neck Road
City State Zip
North Kingstown RI 02852

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) **FILL IN SPACES BEFORE USING ATTACHMENTS**

Director Name
Russell Layfield
Street Address
420 Boston Neck Road
City State Zip
North Kingstown RI 02852

Director Name
Russell Layfield
Street Address
420 Boston Neck Road
City State Zip
North Kingstown RI 02852

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES
Number of Shares Class/Series Par Value
1,000 \$1.00 PAR VALUE

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES
Number of Shares Class/Series Par Value
1,000 A/A \$1.00

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 1 8 5 4 3 *

File Date: 2/4/02
Check No.: 107
By: [Signature]

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.
Russell Layfield Jr. 1/31/02
Signature of Officer Date
Russell Layfield
Print or Type Name of Officer