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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

ARTICLES OF INCORPORATION
(To Be Filed In Duplicate Original)

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:

1. The name of the corporation is Scetta Corporation, Inc.

(This is a close corporation pursuant to § 7-1.1-51 of the General Laws, 1956, as amended.) (Strike if inapplicable)

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

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

To operate, manage, maintain, and carry on a restaurant business; and generally to do and perform everything necessary for carrying out the aforesaid purposes; and to prepare and serve all food, beverages and other preparations and refreshments of all kinds.

To transact and carry on any and all lawful business.

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

(a) If only one class: Total number of shares 4000 (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 ARE TO BE 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 Chapter 7-1.1 of the General Laws, 1956, as amended, 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.):

All shares are to be without par value

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

See attached

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6. Provisions, if any, for the regulation of the internal affairs of the corporation:

7. The address of the initial registered office of the corporation is 749 Mineral Spring Avenue
Pawtucket, RI 02860 (Street Address, not P.O. Box)
and the name of its initial registered agent
at such address is PATRICK SCETTA (City/Town) (Zip Code)
(Name of Agent)

8. The number of directors constituting the initial board of directors of the corporation is 0 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 Section 7-1.1-51 of the General Laws, 1956, as amended, and there shall be no board of directors, state the titles of the initial officers of the corporation and the names and addresses of the persons who are to serve as officers until the first annual meeting of shareholders or until their successors be elected and qualify.)

<u>Title</u>	<u>Name</u>	<u>Address</u>
AS TO ALL OFFICERS -	PATRICK SCETTA	1500 Douglas Pike Harrisville, RI 02830
_____	_____	_____
_____	_____	_____
_____	_____	_____

9. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Howard S. Portney	250 Eddie Dowling Hwy., No. Smithfield, RI 02896
_____	_____
_____	_____

10. Date when corporate existence is to begin Immediately upon filing
(not prior to, nor more than 30 days after, the filing of these articles of incorporation)

Date: February 5, 2004
Howard S. Portney
Signature of each Incorporator

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

In North Smithfield, on this 5th day of February, 2004, personally appeared before me HOWARD S. PORTNEY, 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.

Suzanne R. Portney
Notary Public
My Commission Expires: 3/11/16

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

The corporation shall have the right in case of sale of any common stock by any holder thereof to purchase said stock at the lowest price at which such stockholder is willing to sell the same before such stock may be sold to any other party; and no sale of any such stock to any other party then the corporation shall be valid unless the offer to sell such stock, at the lowest price at which the holder thereof is willing to sell, shall have first been received in writing by the corporation. The corporation shall have ten (10) days in which to accept or reject said offer.

Any stockholder who shall have offered his stock for sale to the corporation in accordance with the foregoing provisions. any, at any time within twenty (20) days after the rejection of such offer by the corporation, or if within such period the corporation shall neither accept nor reject such offer, then within twenty (20) days after such offer shall have been received by the corporation, sell the stock so offered to the corporation to any other party. but not for a price lower than that at which such stock shall have been previously offered to the corporation, and the corporation may require affidavits from the stockholder and the purchaser of such stock as to the price paid therefor before transferring such stock upon the books of the corporation.