

Filing Fee \$150.00

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. #

72948

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 HILLTOP REALTY, 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:

To buy, sell, mortgage and build upon real estate and to do such things as are necessary or proper in connection therewith and to engage in any lawful activity within the purposes for which corporations may be organized under the General Corporation Laws of the State of Rhode Island

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

(a) *If only one class:* Total number of shares .. 100 Common No Par Value

(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.)

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:

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 133 Old Tower Hill Road, Wakefield, RI 02879 (add Zip Code)

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

Archibald B. Kenyon, Jr.

*Signature of registered agent*

EIGHTH. The number of directors constituting the initial board of directors of the corporation is One (1) 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.)

<i>Name</i>	<i>Address</i>
Lawrence C. LeBlanc	Unit F-1, 24 Salt Pond Road Wakefield, RI 02879

NINTH. The name and address of each incorporator is:

<i>Name</i>	<i>Address</i>
Archibald B. Kenyon, Jr.	133 Old Tower Hill Road Wakefield, RI 02879

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

Upon filing

Dated June 16, 1993

*Signature of each incorporator*

STATE OF RHODE ISLAND }  
COUNTY OF Washington } In the /City/ Town } of South Kingstown

in said county this 16th day of June, A.D. 1993  
then personally appeared before me Archibald B. Kenyon, Jr.

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.

*June Grant*  
Notary Public

JUNE GRANT  
Notary Public, State of Rhode Island  
Commission Expires June 19, 1993

REC'D  
OFFICE OF STATE  
JUN 18 2 31 PM '93  
910#9  
100195  
Record & Filed  
JUN 18 1993