

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. #

81848

**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 Airborne Brockton, 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 engage in the wholesale or retail sale and distribution of goods of every kind and description, to do all things necessary or convenient with respect thereto, and to engage in any other activities for which corporations lawfully may be organized under the Rhode Island Business Corporation Act, as the same may be amended from time to time.

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By ME59131704

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

(a) *If only one class:* Total number of shares .....8,000.....

(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.)

Common Stock, \$1.00 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.)

N/A

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

N/A

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

None

SEVENTH. The address of the initial registered office of the corporation is 170 Westminster St., Suite 1000, Providence, RI 02903 (add Zip Code)

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

Francis D. Parisi, Esq.

*Signature of registered agent*

EIGHTH. The number of directors constituting the initial board of directors of the corporation is -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.)

Name	Address
Francis D. Parisi	170 Westminster St., Providence, RI 02903

NINTH. The name and address of each incorporator is:

Name	Address
Francis D. Parisi	170 Westminster St., Providence, RI 02903

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

upon filing

Dated November 8, 19 94

*Signature of each incorporator*

STATE OF RHODE ISLAND } City  
COUNTY OF Providence } In the ~~town~~ of Providence

in said county this 8th day of November, A.D. 19 94.  
then personally appeared before me Francis D. Parisi

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 D. Parisi*  
Notary Public

**AIRBORNE FOR MEN, LTD.  
ONE METRO PARK DRIVE  
CRANSTON, RI 02910**

November 4, 1994

Secretary of State's Office  
Corporation Division  
100 North Main Street  
Providence, RI 02903

Dear Sir or Madam:

We hereby consent to the use of the name "Airborne Brockton, Inc." by Airborne Brockton, Inc., a to be formed Rhode Island corporation.

Very truly yours,

Airborne For Men, Ltd.

By: 

Treasurer

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CORPORATION DIVISION  
PROVIDENCE, RI