

Filing Fee: \$150.00

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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

FILED

FEB 17 2005

By AMF
57456

LIMITED LIABILITY COMPANY

ARTICLES OF ORGANIZATION
(To Be Filed In Duplicate)

Pursuant to the provisions of Chapter 7-16 of the General Laws, 1956, as amended, the following Articles of Organization are adopted for the limited liability company to be organized hereby.

- 1 The name of the limited liability company is:

Toppa & Toppa, LLC

- 2 The address of the limited liability company's resident agent in Rhode Island is:

130 Bellevue Avenue

Newport

RI 02840

(Street Address, not P.O. Box)

(City/Town)

(Zip Code)

and the name of the resident agent at such address is Brian G. Bardorf

(Name of Agent)

- 3 Under the terms of these Articles of Organization and any written operating agreement made or intended to be made, the limited liability company is intended to be treated for purposes of federal income taxation as:

(Check one box only)

☐

a partnership

or

☐

a corporation

or

☒

disregarded as an entity separate from its member

- 4 The address of the principal office of the limited liability company if it is determined at the time of organization:

13 Shields Street, Newport, RI 02840

(If not determined, so state)

- 5 The limited liability company has the purpose of engaging in any lawful business, and shall have perpetual existence until dissolved or terminated in accordance with Chapter 7-16, unless a more limited purpose or duration is set forth in paragraph 6 of these Articles of Organization

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6. Additional provisions, if any, not inconsistent with law, which the members elect to have set forth in these Articles of Organization, including, but not limited to, any limitation of the purposes or duration for which the limited liability company is formed, and any other provision which may be included in an operating agreement:

The business of the company shall be managed and conducted by the managing member thereof
who shall have authority to act on behalf of the company and its members. No member or
manager of the company shall be liable for any of the debts, liabilities or obligations of
the company, including judgments, decrees or orders of any court, solely by reason of
being a member of the company.

7. The limited liability company is to be managed by:

(Check one box only)

☐

its members

or

☒

by one (1) or more managers

8. If the limited liability company has managers at the time of filing these Articles of Organization, state the name and address of each manager.

<u>Manager</u>	<u>Address</u>
<u>Terrence S. Toppa</u>	<u>13 Shields Street, Newport, RI 02840</u>
<u></u>	<u></u>
<u></u>	<u></u>
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9. The date these Articles of Organization are to become effective, if later than the date of filing, is:

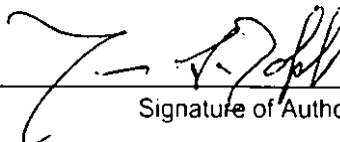
Immediately

(not prior to, nor more than 30 days after, the filing of these Articles of Organization)

Under penalty of perjury, I declare and affirm that I have examined these Articles of Organization, including any accompanying attachments, and that all statements contained herein are true and correct.

Date:

February 17, 2005



Signature of Authorized Person

Toppa's

Foodservice & Paper Supply



Your Distributor of

Golbon

Quality foodservice products

P.O. Box 6008 Middletown, RI 02842

February 16, 2005

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

Re: Authorization to Use Similar Name

Dear Corporations Division:

As the principal officer and shareholder of The Toppa Company, Inc. I wish to advise that I have no objection to the application for Articles of Organization of Toppa & Toppa, LLC, and fully approve and support the use of the name.

Should you have any questions or need additional information, please contact me.

The Toppa Company, Inc.

By Stephen Toppa President
Stephen Toppa, President

Order Line - Local: 401-841-0511 or Toll Free: 1-800-394-8945