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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 VVO REAL ESTATE HOLDING CORP.

(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 transact any lawful business for which a corporation may be incorporated under the  
Rhode Island Business Corporations Act; to have all powers conferred upon corporations  
organized under the Rhode Island Business Corporations Act; and to generally engage in  
the business of real estate investment and management and do anything necessary and  
pertinent to said business and other related uses.

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

(a) If only one class: Total number of shares 1000 (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.)

No 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.)

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

Corporation reserves all preemptive rights of shareholders in accordance with  
applicable law.

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

Action by shareholders without meeting upon written consent of all shareholders may be taken in accordance with Section 7-1.1-30.3 of the Rhode Island Business Corporation Act.

7. The address of the initial registered office of the corporation is 15 Franklin Street  
(Street Address, not P.O. Box)  
Westerly, RI 02891 and the name of its initial registered agent  
(City/Town) (Zip Code)  
at such address is George A. Comolli  
(Name of Agent)

8. The number of directors constituting the initial board of directors of the corporation is four 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>
<u>President</u>	<u>Michael Finnimore</u>	<u>P.O. Box 280, Block Island, RI 02807</u>
<u>Secretary</u>	<u>Vincent Promuto</u>	<u>2545 East Sunrise Blvd, #206, Fort Lauderdale</u>
<u>Vice Pres.</u>	<u>Vaux Promuto</u>	<u>FL 33304</u>
<u>Treasurer</u>	<u>Patrick Hoey</u>	<u>P.O. Box 1450, Block Island, RI 02807</u>
		<u>17 Orchard Drive, Acton, MA 01720</u>

9. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>Michael J. Finnimore</u>	<u>P.O. Box 280, Water St., Block Island, RI 02807</u>
<u></u>	<u></u>
<u></u>	<u></u>

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

Date: JAN 31, 2002

X

Signature of each Incorporator

STATE OF RHODE ISLAND  
COUNTY OF WASHINGTON

In Westerly, on this 31 day of January, 2002, personally  
appeared before me MICHAEL J. FINNIMORE,  
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.

Notary Public

My Commission Expires: 6/20/05

George A. Comolli