

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
ORIGINAL ARTICLES OF ASSOCIATION

(Business Corporation)

KNOW ALL MEN BY THESE PRESENTS, That we, Bancroft Littlefield and Charles P. Williamson of the City and County of Providence in the State of Rhode Island, and James E. Flannery of the City of Central Falls in said County and State, all of lawful age, hereby agree to and with each other:

FIRST: To associate ourselves together with the intention of forming a corporation under and by virtue of the powers conferred by Article II of Chapter 116 of the General Laws of Rhode Island.

SECOND: Said corporation shall be known by the name of

THE EVANS FINDINGS COMPANY, INC.

THIRD: Said corporation is formed (as permitted by Sec. 4 of said Chapter 116) for the following purposes and with the following powers

(1) To carry on a general designing, constructing, manufacturing and merchandising business and any business incidental thereto or in any way connected therewith, including, but without limitation of the generality of the foregoing purposes, carrying on the business of designing, constructing, manufacturing, producing, buying, selling, exporting, importing, leasing or otherwise dealing in jewelry findings, including designing and constructing and dealing in machinery and doing all other things necessary, useful, convenient or incidental in connection with the foregoing or conducive to the success thereof;

(2) To acquire, own, hold, sell, assign, transfer,

mortgage, pledge or otherwise dispose of, and also to buy and sell, underwrite, handle on commission or otherwise deal in the stock, shares, bonds, debentures, notes and other securities and evidences of interest in or indebtedness of any association, joint stock company, trust or corporation, and while the owner or holder thereof, to exercise all the rights, powers and privileges of ownership including the right to vote thereon;

(3) To borrow money and otherwise incur indebtedness for any of the purposes of the corporation and to issue its bonds, debentures, notes or other evidences of indebtedness therefor and to secure the same by mortgage, pledge, deed of trust or other lien on its property, franchises, rights and privileges of every kind and nature or any part thereof;

(4) To do any or all things herein set forth to the same extent and as fully as natural persons might or could do, and in any part of the world, and as principal, agent, contractor, or otherwise, and either alone or in conjunction with any other individuals, firms, associations, corporations, syndicates, or bodies politic;

(5) To acquire, hold, improve, develop, lease, manage, mortgage, sell, transfer, convey, exchange, dispose of or otherwise deal in real estate and personal property, either within or without the State of Rhode Island and all rights and interests therein so far as may be allowed by law.

(6) To acquire the good will, business, rights, property and other assets, or any part thereof, of any person, firm, corporation, joint stock company, association, or trust engaged in or carrying on any business in which this corporation is engaged or which it is authorized to carry on; and to assume, undertake, guarantee and pay the obligations, debts and

liabilities of such person, firm, corporation, joint stock company, association or trust; to consolidate on such terms and conditions as may be agreed upon, by purchase or lease from or sale or lease to, or by any other lawful method, with any such firm, corporation or association;

(7) To lend money to and to guarantee, endorse or act as surety on the bonds, notes, capital stock, contracts or other obligations of, or otherwise assist financially, any person, firm, corporation, joint stock company, association or trust, any stock, shares or obligations of which this corporation may at any time own or in which it may at any time have any financial interest, when such person, firm, corporation, joint stock company, association or trust is engaged in or carrying on any business in which this corporation is engaged or which it is authorized to carry on or is formed or availed of for the purpose of carrying out or assisting this corporation in carrying out any of its purposes.

(8) To do generally all and every other thing necessary and incident to the business of a designing, constructing, manufacturing and trading company, or which may lawfully be, or which usually is, or which can be conveniently carried on and done by persons carrying on any of the foregoing businesses or undertakings, of which is calculated directly or indirectly to enhance the value of or render profitable any of the corporation's business, property or rights, or which may be necessary, suitable, proper or convenient for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers hereinbefore set forth, or which are incidental or appurtenant to or growing out of or connected with the aforesaid businesses or powers, or any part or parts thereof,

so far as not inconsistent with the laws of this state or the laws of any state under which the corporation may do business.

Nothing in these Articles of Association contained shall be construed to authorize the corporation to transact any business or to do any acts or things prohibited by the provisions of Paragraph (k) of Section 5 or Paragraph (2) of Section 3 of said Chapter 116 of the General Laws of Rhode Island or otherwise prohibited by law.

FOURTH: Said corporation shall be located in Providence, Rhode Island.

FIFTH: The TOTAL number of shares of capital stock authorized, without par value, shall be five hundred (500) shares.

SIXTH: The period of duration of said corporation shall be perpetual.

SEVENTH: Said corporation shall have the right, in case of the sale of shares of stock by any stockholder, to purchase said shares at the lowest price at which said stockholder is willing to sell before the same shall be sold by him to any other party; provided, however, that said corporation shall exercise its right to purchase within fifteen (15) days after the stockholder shall have notified it in writing of his desire to sell said shares and the price at which he is willing to sell, and, if the corporation shall decide to purchase said shares such stockholder shall, upon tender of the purchase price thereof, transfer to the corporation the shares so sold, and, if the corporation shall not elect to purchase said shares within the said fifteen (15) days, then such stockholder may, at any time within thirty (30) days after the expiration of said fifteen (15) days, sell said shares to any other party but at not less than the price at which the same were offered to this corporation.

IN TESTIMONY WHEREOF we have hereunto set our hands

and stated our residences this 31st day of December, 1945.

<u>NAME</u>	<u>RESIDENCE</u>
Bancroft Littlefield	Providence, R. I.
Charles P. Williamson	Providence, R. I.
James E. Flannery	Central Falls, R. I.

STATE OF RHODE ISLAND

COUNTY OF PROVIDENCE

In the City of Providence in said County this 31st day of December, 1945, then personally appeared before me Bancroft Littlefield, Charles P. Williamson and James E. Flannery, 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.

Herbert Humphrey
Notary Public

My commission expires
June 30, 1946



State of Rhode Island and Providence Plantations

OFFICE OF THE GENERAL TREASURER

Nº 11566

Providence, December 31st, 1945

I Hereby Certify That The Evans Findings Company, Inc.

has paid into the State Treasury a fee of twenty-five - - - - - Dollars for incorporation

in accordance with the provisions of Chapter 116, General Laws of 1938.

\$ 25.00

General Treasurer.

ORIGINAL
ARTICLES OF ASSOCIATION
OF
THE EVANS FINDINGS COMPANY, INC.

DEPARTMENT OF STATE
OFFICE OF
SECRETARY OF STATE
PROVIDENCE, R. I.

DEC 31 1945