

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 02903-1335

Corp. I.D. # 94455

BUSINESS CORPORATION

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 isGALLEN CORP.....

.....
(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 manage and operate a restaurant; to do all other lawful business for which corporations may be incorporated under the Rhode Island Business Corporation Act, and to have all of the powers conferred upon corporations organized under the Rhode Island Business Corporation Act.

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By [Signature] 183018

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

(a) *If only one class.* Total number of shares5,000.....

(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.)

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:

1. Shareholders shall have a preemptive right to acquire unissued or treasury shares or securities convertible into shares or carrying a right to subscribe to or acquire shares, as provided in Sec. 7-1.1-24 of the General Laws of R.I. 1956, as amended, and shall also have the right to acquire any shares issued for services or property other than money.

2. No shareholder shall transfer, alienate or in any way dispose of any shares of the corporation unless such shares shall first be offered for sale to the corporation. The corporation reserves and shall have the exclusive right and option to purchase said shares at a price equal to the lowest appraised value thereof, within thirty (30) days after said offer. After the expiration of said time, the shareholder, if the corporation shall not have exercised its option to purchase said shares, shall be free to transfer, alienate or otherwise dispose of said shares without any restrictions whatsoever.

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

1. The shareholders may take any action without a meeting as authorized by and pursuant to Section 7-1.1-30.3 General Laws of Rhode Island, 1956, as amended.
2. The corporation shall have no Board of Directors. All of the powers of a Board of Directors in the conduct and management of the corporate affairs are assumed by the shareholders.
3. The corporation may issue and sell its authorized shares without par value from time to time for such consideration as may be fixed from time to time by the unanimous vote of the shareholders of the corporation, which may consist of money or property, including shares or securities of any corporation, or services performed.

SEVENTH: The address of the initial registered office of the corporation is
190 Commerce Drive, Warwick, RI 02886 (add Zip Code)
and the name of its initial registered agent at such address is: John J. Harrington

Signature of registered agent

EIGHTH: The number of directors constituting the initial board of directors of the corporation is None 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
Craig Callen, President	98 George Arden Ave., Warwick, RI 02886
Craig Callen, Vice President	98 George Arden Ave., Warwick, RI 02886
Craig Callen, Secretary	98 George Arden Ave., Warwick, RI 02886
Craig Callen, Treasurer	98 George Arden Ave., Warwick, RI 02886

NINTH: The name and address of each incorporator is:

Name	Address
John J. Harrington, Esquire	190 Commerce Drive, Warwick, RI 02886

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

Upon filing

Dated May 12, 1991

John J. Harrington
Signature of each incorporator

STATE OF RHODE ISLAND } City
COUNTY OF Kent } In the } of Warwick
Town }
in said County this 24 day of May, A.D. 19 97
then personally appeared before me John J. Harrington

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.

Nancy S. Lemoine
Notary Public
NANCY S LEMOINE