

Filing Fee: \$150.00
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 101856



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

JUL 24 1998

By CC#63 205880

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is 1178-1194 Pontiac Avenue, Inc. (C) 105594 document attached

2. It is incorporated under the laws of Delaware

3. The name, if different, which it elects to use in Rhode Island is:

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited" (or an abbreviation thereof), then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this Application:

4. The date of its incorporation is June 1, 1998 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 1209 Orange Street, Wilmington, Delaware 19801

6. The address of its proposed registered office in Rhode Island is 2 Williams Street (Street)

Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at (City/Town) (Zip Code)

that address is Attorney Andrew Teitz

7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
To acquire an equity interest in and serve as a Member of 1178-1194 Pontiac Avenue LLC,
a Rhode Island Limited Liability Company

8. The names and respective addresses of the directors and officers are:

Name	Address
Director <u>Robert R. Berluti</u>	<u>44 School Street, Boston, MA</u>
Director <u>John Salvatore</u>	<u>c/o Robeck Management Corp. 89 Providence Highway,</u>
President <u>John Salvatore</u>	<u>Westwood, MA 02090</u>
Vice President <u>Steven R. Salvatore</u>	<u>CC 11127 1/1/98</u>
Secretary <u>Gregory R. Salvatore</u>	<u>100 North Main Street</u>
Treasurer <u>Gregory R. Salvatore</u>	<u>Providence, RI 02903</u>

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
1000	Common		\$1.00

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
100	Common		\$1.00

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 22,000.

- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 22,000.

- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located 100% [divide (b) by (a) and multiply by 100 to obtain the percentage].

12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 0.

- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 0.

- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year 0% [divide (b) by (a) and multiply by 100 to obtain the percentage].

13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Dated June 18, 19 98

1178-1194 Pontiac Avenue, Inc.
(Exact Corporate Name of Corporation Making Application)

By [Signature]
☒ President or ☐ Vice President (check one)

AND
By [Signature]
☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF Massachusetts
COUNTY OF Norfolk

In Westwood, on this 18th day of June, 19 98, personally appeared before me John R. Salvatore and Gregory R. Salvatore, an officer of the corporation, who, under oath, verified that the information contained in this Application is true and accurate.

[Signature]
Notary Public
My Commission Expires: February 19, 2004

1178-1194 PONTIAC AVENUE LLC
2 WILLIAMS STREET
PROVIDENCE, RI 02903

July 23, 1998

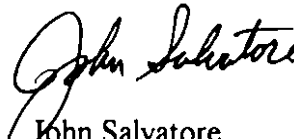
State of Rhode Island
Office of the Secretary of State
100 North Main Street
Providence, RI 02903-1335

Dear Sir/Madam:

I am the Manager of 1178-1194 Pontiac Avenue LLC. I hereby consent to the application for a Certificate of Authority in the state of Rhode Island by 1178-1194 Pontiac Avenue, Inc., a Delaware Corporation. Please be advised that I am also the President of that corporation and that the corporation was formed for the purpose of being a Member of the 1178-1194 Pontiac Avenue LLC, a Rhode Island LLC. Therefore, these two entities have a related business purpose and the LLC has no objection to the corporation's use of this name in the state of Rhode Island. I have enclosed the original application for Certificate of Authority and a check for the filing fee along with this letter of consent.

Please return the Certificate of Authority by overnight mail to our attorneys in the enclosed Federal Express envelope.

Very truly yours,


John Salvatore

COPIES OF THIS LETTER

TO THE SECRETARY OF STATE
AND THE ATTORNEYS
GENERAL

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "1178-1194 PONTIAC AVENUE, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF JUNE, A.D. 1998, AT 9 O'CLOCK A.M.



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Edward J. Freel, Secretary of State

AUTHENTICATION: 9130095

DATE: 06-10-98