

Filing and License Fee: \$230.00 minimum

ID Number:

139855



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Matthew A. Brown

Corporations Division

100 North Main Street

Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

ARTICLES OF INCORPORATION

(To Be Filed In Duplicate Original)

RECEIVED  
SECRETARY OF STATE  
CORPORATIONS DIV.  
APR 30 1 40 PM '04

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 RGB Architecture and Engineering, Inc.

~~(I/We, the undersigned, do hereby certify that the foregoing is a true and correct copy of the Articles of Incorporation as filed with the Secretary of State on this day of April, 2004.)~~ (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 provide professional architectural and engineering services

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

(a) If only one class: Total number of shares 1,000 (If the authorized shares are to consist of one class only the par value of such shares or a statement that all of such shares are to be without par value.):

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 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:

as provided for in bylaws

FILED

APR 30 2004

Rv KMM

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

as provided for in bylaws

7. The address of the initial registered office of the corporation is 222 Jefferson Boulevard, Suite 300

(Street Address, not P.O. Box)

Warwick

, RI 02888

and the name of its initial registered agent

(City/Town)

(Zip Code)

at such address is John G. Earle

(Name of Agent)

8. The number of directors constituting the initial board of directors of the corporation is 4 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>Director</u>	<u>James R. Carlson</u>	<u>50 Holden St., Providence, RI 02908</u>
<u>Director</u>	<u>David L. DeQuattro</u>	<u>50 Holden St., Providence, RI 02908</u>
<u>Director</u>	<u>Jeffrey A. Hatcher</u>	<u>50 Holden St., Providence, RI 02908</u>
<u>Director</u>	<u>Russell J. Ferland</u>	<u>50 Holden St., Providence, RI 02908</u>

9. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>John G. Earle</u>	<u>222 Jefferson Blvd., Suite 300, Warwick, RI 02888</u>

10. Date when corporate existence is to begin immediately upon filing

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

Date: April 30, 2004

John G. Earle

Signature of each Incorporator

STATE OF Rhode Island

COUNTY OF Kent

In Warwick

, on this 30th

day of April

, 2004

, personally appeared before me John G. Earle

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.

Susan J. Goggin  
Notary Public

My Commission Expires: 6/23/05

04/30/2004 07:10 RGB → 97386935

NO.787 002

APR-30-2004 07:31AM FROM-CORMACK ROUTHIER

+4010447360

T-937 P.002/002 F-495

**ACORD CERTIFICATE OF LIABILITY INSURANCE**

04/30/2004

**PRODUCER**

GOODRICH-BLESSING AGENCY, INC.  
ONE HARRY STREET  
CRANSTON, RI 02907  
(401)944-9400

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.

**INSURERS AFFORDING COVERAGE**

NAIC#

INSURER A: CONTINENTAL CASUALTY CO.

20443

INSURER B:

INSURER C:

INSURER D:

INSURER E:

INSURED  
RGB ARCHITECTURE AND  
ENGINEERING, INC.  
50 HOLDEN STREET  
PROVIDENCE, RI 02908

**COVERAGES**

THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN. THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. AGGREGATE LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

NO.	DATE	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YY)	POLICY EXPIRATION DATE (MM/DD/YY)	UNITS
		<b>GENERAL LIABILITY</b>				EACH OCCURRENCE \$
		<input type="checkbox"/> COMMERCIAL GENERAL LIABILITY				DAMAGE TO RENTED PREMISES (EA OCCUR/ACC) \$
		<input type="checkbox"/> CLAIMS MADE <input type="checkbox"/> OCCUR				MED EXP (ANY ONE PERSON) \$
						PERSONAL & ADV INJURY \$
						GENERAL AGGREGATE \$
						PRODUCTS - COMPROP ASG \$
		<b>GEN'L AGGREGATE LIMIT APPLIES PER</b>				
		<input type="checkbox"/> POLICY <input type="checkbox"/> PRO <input type="checkbox"/> LOC				
		<b>AUTOMOBILE LIABILITY</b>				COMBINED SINGLE LIMIT (EA ACCIDENT) \$
		<input type="checkbox"/> ANY AUTO				BODILY INJURY (Per person) \$
		<input type="checkbox"/> ALL OWNED AUTOS				BODILY INJURY (Per accident) \$
		<input type="checkbox"/> SCHEDULED AUTOS				PROPERTY DAMAGE (Per accident) \$
		<input type="checkbox"/> HIRED AUTOS				
		<input type="checkbox"/> NON-OWNED AUTOS				
		<b>GARAGE LIABILITY</b>				AUTO ONLY - EA ACCIDENT \$
		<input type="checkbox"/> ANY AUTO				OTHER THAN AUTO ONLY: EA ACC \$
						ASG \$
		<b>EXCESS/UMBRELLA LIABILITY</b>				EACH OCCURRENCE \$
		<input type="checkbox"/> OCCUR <input type="checkbox"/> CLAIMS MADE				AGGREGATE \$
						\$
						\$
		<input type="checkbox"/> DEDUCTIBLE				\$
		<input type="checkbox"/> RETENTION \$				
		<b>WORKERS COMPENSATION AND EMPLOYERS' LIABILITY</b>				WCTATC: TORY LIMITS: TORY: \$
		ANY PROHIBITION ON THE EMPLOYMENT OF NON-RESIDENTS IS EXCLUDED				E.L. EACH ACCIDENT \$
		TYPE OF PROVISIONS: TORY				E.L. DISEASE - EA EMPLOYEE \$
		SPECIAL PROVISIONS: TORY				E.L. DISEASE - POLICY LIMIT \$
A		<b>OTHER PROFESSIONAL LIABILITY</b>	AAE004316287	02/04/04	02/04/05	\$2,000,000. EACH CLAIM

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES / EXCLUSIONS ADDED BY ENDORSEMENT / SPECIAL PROVISIONS

**CERTIFICATE HOLDER**

ROBINSON GREEN BERETTA CORP.  
50 HOLDEN STREET  
PROVIDENCE, RI 02908

**CANCELLATION**

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING INSURER WILL ENDEAVOR TO MAIL 030 DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER HAND TO THE LEFT, BUT FAILURE TO DO SO SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE INSURER, ITS AGENTS OR REPRESENTATIVES.

AUTHORIZED REPRESENTATIVE

D.L. Goodrich

© ACORD CORPORATION 1988



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

**BOARDS FOR DESIGN PROFESSIONALS**

BOARD OF EXAMINATION AND REGISTRATION OF ARCHITECTS

BOARD OF EXAMINERS OF LANDSCAPE ARCHITECTS

BOARD OF REGISTRATION FOR PROFESSIONAL ENGINEERS

BOARD OF REGISTRATION FOR PROFESSIONAL LAND SURVEYORS

1 CAPITOL HILL, 3rd FLOOR, PROVIDENCE, R.I. 02908-5860

(401) 222-2565

Fax: (401) 222-5744

22 April 2004

RGB ARCHITECTURE and ENGINEERING, INC.  
50 HOLDEN STREET  
PROVIDENCE, RI 02908

Dear Sir/Madam:

Your request for Certificate of Authorization has been reviewed and approved by the Rhode Island Board of Examination and Registration of Architects. In accordance with the procedures adopted by this Board, you are requested to provide the following information.

The document requested by the Board is a **CERTIFICATE OF GOOD STANDING**, not **Certificate of Authority**, issued by the Rhode Island Secretary of State's Office, indicating that at the present time your corporate entity is in good standing insofar as registration procedures required by the Secretary of State's Office. The Board is requesting that the original certificate of such notice be provided within 60 days. A copy of this letter must accompany your certificate of authority application, along with the required fee for a certificate of good standing, to the Secretary of State's office.

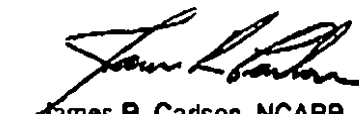
You can contact the Secretary of State's Office by calling (401) 222-3040. Ask for corporations and explain you need the necessary papers to become registered in the State of Rhode Island.

Upon receipt of this **CERTIFICATE OF GOOD STANDING**, the Board will issue your Certificate of Authorization. If you have any questions, please feel free to contact this Board through its secretary or legal counsel.

Please be advised that until receipt of this **CERTIFICATE OF GOOD STANDING**, your application is considered incomplete and you are not authorized to practice architecture in the state of Rhode Island.

Very truly yours,

BOARD OF EXAMINATION AND  
REGISTRATION OF ARCHITECTS

  
James R. Carlson, NCARB, AIA  
Secretary

JRC/dmb

Certified Mail



## STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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(401) 222-2565

Fax: (401) 222-5744

22 April 2004

RGB ARCHITECTURE and ENGINEERS, INC.

RUSSELL J. FERLAND, PE

50 HOLDEN STREET  
PROVIDENCE,

RI 02908

Dear Sir/Madam:

Your request for issuance of a Certificate of Authorization has been reviewed and approved, in the **STRUCTURAL & CIVIL** discipline only, by the Rhode Island Board of Registration for Professional Engineers.

You can amend your Certificate of Authorization at a later date if you wish to include other disciplines. Please note that this approval is to offer services in the **STRUCTURAL & CIVIL** discipline only. In accordance with the procedures adopted by this Board, you are requested to provide the following information.

The document requested by the Board is a **CERTIFICATE OF GOOD STANDING**, not ~~Certificate of Authority~~, issued by the Rhode Island Secretary of State's Office, indicating that at the present time your corporate entity is in good standing insofar as registration procedures required by the Secretary of State's Office. The Board is requesting that the **original certificate of such notice be provided within 60 days. A copy of this letter must accompany your certificate of authority application, along with the required fee for a certificate of good standing, to the Secretary of State's office.**

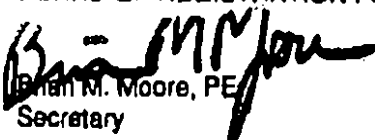
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Please be advised that until receipt of this **CERTIFICATE OF GOOD STANDING**, your application is considered incomplete and you are not authorized to practice engineering in the state of Rhode Island.

Very truly yours,

BOARD OF REGISTRATION FOR PROFESSIONAL ENGINEERS

  
Brian M. Moore, PE  
Secretary

BMM/im

APR-30-2004 07:31AM FROM-CORMACK ROUTHIER

+4019447360

T-937 P.002/002 F-485

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04/30/2004

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		<b>GENERAL LIABILITY</b>				EACH OCCURRENCE \$
		<input type="checkbox"/> COMMERCIAL GENERAL LIABILITY				DAMAGE TO RENTED PREMISES (EA OCCURRENCE) \$
		<input type="checkbox"/> CLAIMS MADE <input type="checkbox"/> OCCUR				MED EXP (Any one person) \$
						PERSONAL & ADVERTISING \$
						GENERAL AGGREGATE \$
						PRODUCTS - COMPROP AGG \$
		GEN'L AGGREGATE LIMIT APPLIES PER				
		<input type="checkbox"/> POLICY <input type="checkbox"/> PRO. <input type="checkbox"/> LOC				
		<b>AUTOMOBILE LIABILITY</b>				COMBINED SINGLE LIMIT (EA OCCURRENCE) \$
		<input type="checkbox"/> ANY AUTO				BODILY INJURY (Per person) \$
		<input type="checkbox"/> ALL OWNED AUTOS				BODILY INJURY (Per accident) \$
		<input type="checkbox"/> SCHEDULED AUTOS				PROPERTY DAMAGE (Per accident) \$
		<input type="checkbox"/> HIRE AUTOS				
		<input type="checkbox"/> NON-OWNED AUTOS				
		<b>GARAGE LIABILITY</b>				AUTO ONLY - EA ACCIDENT \$
		<input type="checkbox"/> ANY AUTO				OTHER THAN EA ACC \$
						ALTO ONLY. ASG \$
		<b>EXCESS UMBRELLA LIABILITY</b>				EACH OCCURRENCE \$
		<input type="checkbox"/> OCCUR <input type="checkbox"/> CLAIMS MADE				AGGREGATE \$
						\$
						\$
		DEDUCTIBLE				\$
		RETENTION \$				\$
		<b>WORKERS COMPENSATION AND EMPLOYERS' LIABILITY</b>				WORKERS' COMP. TORT LIMITS \$
		ANY PROPERTY OR AUTOMOBILE DAMAGE OR ACCIDENT EXCLUDED				OTH EA \$
		OTHER SPECIAL PROVISIONS				E.L. EACH ACCIDENT \$
						E.L. DISEASE - EA EMPLOYEE \$
						E.L. DISEASE - POLICY LIMIT \$
A		PROFESSIONAL LIABILITY	AAE004316287	02/04/04	02/04/05	\$2,000,000. EACH CLAIM

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D.L. Goodrich

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