

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. #

96656

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 is WESTERLY GRANITE CO., INC.

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

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By

[Signature]

190180

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

(a) *If only one class:* Total number of shares1000.....

(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 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:

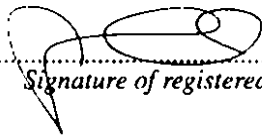
None

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

The common stock, without par value, of the corporation, may be issued by the Board of Directors, from time to time, for such consideration, consisting of cash, services, personal property, tangible and intangible, or real estate, as may be fixed from time to time, by the Board of Directors 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.

SEVENTH: The address of the initial registered office of the corporation is
15 Franklin Street, Westerly, RI 02891 (add Zip Code)
and the name of its initial registered agent at such address is:
George A. Comolli, Esquire


Signature of registered agent

EIGHTH: 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 §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
David R. Comolli	63 Arbutis Trail, Charlestown, RI 02813
Barry S. Boeglin	8 ¹ / ₂ Spruce Street, Westerly, RI 02891
Andrew V. Comolli	Rockridge Road, Westerly, RI 02891
George A. Comolli	13 Gounod Road, Westerly, RI 02891

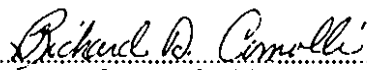
NINTH: The name and address of each incorporator is:

Name	Address
Richard D. Comolli	51 Bellevue Avenue, Westerly, RI 02891

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

Upon the filing of these Articles of Incorporation.

Dated Aug 28, 19 97


Signature of each incorporator

STATE OF RHODE ISLAND

COUNTY OF

WASHINGTON

In the

~~City~~

Town

of

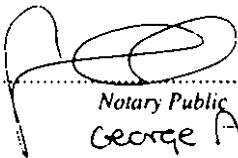
Westerly

in said County this 28 day of August, A.D. 19 97

then personally appeared before me

RICHARD D. COMOLLI

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
George A. Comolli
6/20/2001