

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-11-124)

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF**

..... ENVIRONMENTAL SYSTEMS, INC.

To the Secretary of State
of the State of Rhode Island

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:

FIRST: The name of the corporation is ~~ENVIRONMENTAL SYSTEMS, INC.~~
Environmental Systems, Inc.

SECOND: The name which it elects to use in Rhode Island is ~~ENVIRONMENTAL~~
~~SYSTEMS, INC.~~ Environmental Systems, Inc.

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of Massachusetts

FOURTH: The date of its incorporation is 2/11/74 and the period
of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of
which it is incorporated is 123 Taunton Avenue, Norton, Massachusetts

SIXTH: The address of its proposed registered office in Rhode Island is 55 South
Angell St., Prov., R. I. 02906 and the name of its proposed registered agent in
Rhode Island at that address is JOSEPH J. RECUPERO

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of
business in Rhode Island are

To manufacture, buy, sell at wholesale and retail, rent and lease, repair and maintain, service, and generally deal in all kinds of air conditioning apparatus, equipment, and appliances, heating apparatus, equipment, and appliances, refrigeration apparatus equipment and appliances, air conditioners of all kinds, heating equipment and appliances of all kinds, stoves, furnaces of all kinds, gas and electric stoves, and heaters and fireplaces and all the parts and accessories required for the complete air conditioning, refrigeration and heating units, to deal in all kinds of fuel savings devices, to repair and overhaul air conditioning, refrigeration and heating apparatus and equipment and to carry on any business or other activity which may be lawfully carried on by a corporation organized under the business corporation law of the Commonwealth of Massachusetts, whether or not related to those referred to above.

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Richard R. LaPorte	Director	20 Stratford Road, Seekonk, Mass.
Phyllis LaPorte	Director	20 Stratford Road, Seekonk, Mass.
Robert R. Elliott	Director	823 Mendon Road, North Attleboro, Mass.
Pauline C. Elliott		823 Mendon Road, North Attleboro, Mass.
Fannie Sturdivant		697 Norton Avenue, Taunton, Mass.
Robert R. Elliott	President	823 Mendon Road, North Attleboro, Mass.
Richard R. LaPorte	Vice President	20 Stratford Road, Seekonk, Mass.
Fannie Sturdivant	Secretary	697 Norton Avenue, Taunton, Mass.
Fannie Sturdivant	Treasurer	697 Norton Avenue, Taunton, Mass.

NINTH: 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 per Share or Statement that Shares are without Par Value</u>
12,500	common		no par value

TENTH: 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 per Share or Statement that Shares are without Par Value</u>
6,188	common		no par value

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 500,000.00

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ -0-

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 6,000,000.00

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 2,700,000.00

FIFTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated January 10, 1986

Environmental Systems, Inc.

[Exact Corporate Name of Corporation Making Application]

By Robert R. Elliott
Its President
and Jennie Fludworth
Its Secretary

STATE OF Massachusetts

COUNTY OF Bristol

} Sc.

At _____ in said County on the _____ day
of _____ 1986, before me personally appeared Robert R. Elliott,
who being by me first duly sworn, declared that
he is the President of Environmental Systems, Inc.,
that he signed the foregoing document as such President of the
corporation, and that the statements therein contained are true.

Linda Ann Perry
Notary Public

(NOTARIAL SEAL)

My Commission Expires September 22, 1989

02/21/86 PAID 20984901
CASH 101.00

37557

FEB 21 1986 *W*

The Commonwealth of Massachusetts

JOHN F. X. DAVOREN
Secretary of the Commonwealth
STATE HOUSE
BOSTON, MASS.

ARTICLES OF ORGANIZATION

(Under G.L. Ch. 156B)

Incorporators

NAME

POST OFFICE ADDRESS

Include given name in full in case of natural persons; in case of a corporation, give state of incorporation.

Beatrice H. Carney	21 Park Street, Attleboro, Mass.
James Jerome Coogan	21 Park Street, Attleboro, Mass.
Rita K. Moody	21 Park Street, Attleboro, Mass.

The above-named Incorporator(s) do hereby associate (themselves) with the intention of forming a corporation under the provisions of General Laws, Chapter 156B and hereby state(s):

1. The name by which the corporation shall be known is:

Environmental Systems, Inc.

2. The purposes for which the corporation is formed are as follows:

To manufacture, buy, sell at wholesale or retail, rent and lease, repair and maintain, service, and generally deal in all kinds of air conditioning apparatus, equipment, and appliances, heating apparatus, equipment, and appliances, refrigeration apparatus equipment and appliances, air conditioners of all kinds, heating equipment and appliances of all kinds, stoves, furnaces of all kinds, gas and electric stoves, and heaters and fireplaces and all the parts and accessories required for complete air conditioning, refrigeration and heating units, to deal in all kinds of fuel savings devices, to repair and overhaul air conditioning, refrigeration and heating apparatus and equipment and to carry on any business or other activity which may be lawfully carried on by a corporation organized under the business corporation law of the Commonwealth of Massachusetts, whether or not related to those referred to above.

NOTE: If provisions for which the space provided under Articles 2, 4, 5 and 6 is not sufficient additions should be set out on continuation sheets to be numbered 2A, 2B, etc. Indicate under each Article where the provision is set out. Continuation sheets shall be on 8 1/2" x 11" paper and must have a left-hand margin 1 inch wide for binding. Only one side should be used.