



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
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 DIVISION
JAN 5 9 55 AM '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 Lead Safe Inspections and Consulting, Inc.

(This is a close corporation pursuant to § 7-1.1-51 of the General Laws, 1956, as amended.) (Strike if not applicable)

FILED

2 The period of its duration is (if perpetual, so state) Perpetual

JAN 05 2004

3 The specific purpose or purposes for which the corporation is organized are:

By Kunc C15646

~~1. To conduct, document and compile reports for lead paint inspections.~~

2. To consult, educate and advise homeowners and the building community on lead safe methods and procedures.

3. The doing of any and all legal acts.

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

(a) if only one class Total number of shares 100 (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.)

Non 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

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

The capital stock of the corporation may be issued by the corporation from time to time for such consideration, consisting of cash, services, personal property, tangible or intangible or real estate as may be fixed from time to time by the Board of Directors of the corporation.

7 The address of the initial registered office of the corporation is Suite C203, 1525 Old Louisquisset Pike Lincoln, RI 02865 and the name of its initial registered agent at such address is Jonathan F. Oster, Esq.

8 The number of directors constituting the initial board of directors of the corporation is 2 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.)

Table with 3 columns: Title, Name, Address. Rows include President Sharon Barr, Vice President John D. Barr II, Treasurer Sharon Barr, and Secretary John D. Barr II.

9. The name and address of each incorporator is:

Table with 2 columns: Name, Address. Row includes Jonathan F. Oster, Esq. at Suite C203, 1525 Old Louisquisset Pike, Lincoln, Rhode Island 02865.

10 Date when corporate existence is to begin January 5, 2004 (not prior to, nor more than 90 days after, the filing of these articles of incorporation)

Date: January 5, 2004

Handwritten signature of Jonathan F. Oster over a line labeled 'Signature of each Incorporator'.

STATE OF Rhode Island
COUNTY OF Providence

In Providence, on this 5 day of January 2004, personally appeared before me Jonathan F. Oster

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 KEVIN G. DODD
My Commission Expires: 6-23-2005

In the event that any stockholder or the respective heirs, administrators, executors, successors, or assigns of any stockholder shall desire to sell or transfer the whole or any portion of his stock of this corporation, such stockholder or the respective heirs, administrators, executors, successors or assigns of said stockholder shall communicate that fact in writing to the corporation which shall, within twenty days of the receipt of said communication notify said stockholder whether it elects to purchase said stock, the corporation to have the right to nominate or designate the person or corporation to acquire title to said stock. In the event that the purchase price cannot be agreed upon within twenty days of the notification by the corporation of its election to purchase, each of the parties shall select a disinterested and impartial person to act as arbitrator and the two so chosen shall select a third, and the three so chosen shall determine the price to be paid. The decision of the majority of the arbitrators shall be final and binding upon the parties. In the event that one party fails to select an arbitrator chosen by the other party shall be binding upon the parties.

Full payment for stock to be made within twenty days of the agreement as to the purchase price, or in the event of arbitration, within twenty days of the decision of the arbitrators, in the event aforesaid, otherwise, said stockholder shall be at liberty to sell or transfer said stock irrespective of these conditions, but not otherwise, or thereafter without again complying with the provisions of this paragraph.

A sale by virtue of a pledge or other encumbrance is intended to be included in the prohibition of this paragraph.