

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

ID Number: 107159



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

By \_\_\_\_\_

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 Perry, Dean, Rogers & Partners, Architects Inc.
- 2 It is incorporated under the laws of The Commonwealth of Massachusetts
- 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 December 27, 1974 and the period of its duration is \_\_\_\_\_
- 5 The address of its principal office in the state or country under the laws of which it is incorporated is \_\_\_\_\_  
177 Milk Street, Boston, MA 02109

- 6 The address of its proposed registered office in Rhode Island is 170 Westminster Street, Suite 900  
(Street)  
Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at  
(City/Town) (Zip Code)

that address is Corporation Service Company

- 7 The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are  
Architecture

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

Name

Address

Director \_\_\_\_\_  
Director \_\_\_\_\_  
By 226108  
President Steven M. Foote 46 Old Farm Road, Dedham, MA 02026  
Vice President Charles F. Rogers, II 11 Friend Street, Gloucester, MA 01930  
Secretary Martha A. Pilgreen 216 Milford Street, Boston, MA 02114  
Treasurer Peter A. Ringenbach 111 River Road, West Newbury, MA 01985

- 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>
250,000 shares	Common Stock	---	\$1.00 Par Value

- 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>
823 Issued 229 Outstanding	Common Stock	---	\$1.00 Par Value

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 300,000.00
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 0.00
- (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 0 % [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 \$ Gross Billing: \$10 Million
- (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 \$ 47,820.00
- (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 1 % [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 3rd, 1999

Perry Dean Rogers & Partners: Architects, Inc.  
(Exact Corporate Name of Corporation Making Application)

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

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

STATE OF Massachusetts  
COUNTY OF Suffolk

In Boston, on this 3<sup>rd</sup> day of June, 19 99, personally appeared before me Steven Fook and Martha Pilgreen 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 3/12/04

# The Commonwealth of Massachusetts

JOHN F. X. DAVOREN  
*Secretary of the Commonwealth*  
STATE HOUSE  
BOSTON, MASS. 02133

## ARTICLES OF ORGANIZATION

(Under C.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*

Joseph F. Knowles

28 State Street

Boston, Mass. 02109

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:

PERRY DEAN PARTNERS INC. ✓

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

- a) To engage in the practice of architecture
- b) 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 in the foregoing paragraph.

**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 9 1/2" x 11" paper and must have a left-hand margin 1 inch wide for binding. Only one side should be used.

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION

GENERAL LAWS, CHAPTER 156B, SECTION 12

I hereby certify that, upon an examination of the within-written articles of organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$4.25.00 having been paid, said articles are deemed to have been filed with me this

27th day of December 1974.

Effective date

*John F. X. Davoren*  
JOHN F. X. DAVOREN  
Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION

PHOTO COPY OF ARTICLES OF ORGANIZATION TO BE SENT

TO

Mr. William H. Gorham

c/o Goodwin, Procter & Hoar

26 State Street, Boston, MA 02109

Telephone (617) 523-5700 (Ext. 395)

A TRUE COPY ATTEST

*William Francis Galvin*

WILLIAM FRANCIS GALVIN  
SECRETARY OF THE COMMONWEALTH

DATE 1/2/75 CLERK *Jm*

FILING FEE: 1-20 of 1% of the total amount of the authorized capital stock with par value, and one cent a share for all authorized shares without par value, but not less than \$125. General Laws, Chapter 156B. Shares of stock with a par value of less than one dollar shall be deemed to have par value of one dollar per share.

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