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# 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)

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 Chase Farms, Inc.

(This is a close corporation pursuant to § 7-1.1-51 of the General Laws, 1956, as amended.) (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:

Farm operations and related wholesale and retail sales; and to transact any lawful business for which corporations may be incorporated under the Rhode Island Business Corporation Act; and to have the powers conferred upon corporations under the Rhode Island Business Corporation Act.

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

(a) If only one class: Total number of shares 8,000 SHARES, \$1.00 PAR VALUE (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.):

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:

NONE

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

7. The address of the initial registered office of the corporation is **CAMERON & MITTLEMAN LLP, 56 EXCHANGE TERRACE**

PROVIDENCE, RI 02903 and the name of its initial registered agent  
(City/Town) (Street Address, not P.O. Box) (Zip Code)  
at such address is **KAREN G. DELPONTE, ESQUIRE.**  
(Name of Agent)

8. The number of directors constituting the initial board of directors of the corporation is **NONE** 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>
President/Treasurer	<u>Samuel G. Chase</u>	<u>1681 West Main Rd., Portsmouth, RI 02871</u>
Vice President/Secretary	<u>Harry B. Chase</u>	<u>1681 West Main Rd., Portsmouth, RI 02871</u>

9. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>Karen G. DelPonte, Esquire</u>	<u>Cameron &amp; Mittleman LLP, 56 Exchange Terrace, Providence, RI 02903</u>

10. Date when corporate existence is to begin: January 1, 2001  
(not prior to, nor more than 30 days after, the filing of these articles of incorporation)

Date: December 27, 2000

Karen G. DelPonte

Karen G. DelPonte, Esquire

Signature of each Incorporator

STATE OF RI  
COUNTY OF Providence

In Providence, on this 27th day of December, 2000, personally appeared  
before me Karen G. DelPonte

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.

[Signature]  
Notary Public

My Commission Expires: 5/31/01

**FILED**

**DEC 27 2000**

By John D. S. 6175

SIXTH: Each person who at any time is, or shall have been a shareholder or officer of the Corporation and is threatened to be or is made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he or she is, or was, a shareholder, officer, employee or agent of the Corporation, or is or has served at the request of the Corporation as a shareholder, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, shall be indemnified against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred in connection with any such action, suit or proceeding to the full extent permitted under Section 7-1.1-4.1 of the Rhode Island Business Corporation Act, as from time to time amended. The foregoing right of indemnification shall in no way be exclusive of any other rights of indemnification to which such shareholder, officer, employee or agent may be entitled, under any by-law, agreement, vote of shareholders or otherwise, and shall continue as to a person who has ceased to be a shareholder, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

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