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DEPARTMENT OF STATE
OFFICE OF
SECRETARY OF STATE
PROVIDENCE, R. I.

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
SUBSIDIARY PUBLIC CORPORATION

ORIGINAL ARTICLES OF INCORPORATION Filed JAN 21 1986 *In lls*

The undersigned, acting as incorporator of a subsidiary public corporation pursuant to the provisions of §42-64-7.1 of the General Laws, 1956, as amended, adopts the following Articles of Incorporation for such corporation (hereinafter the "Corporation");

1. The name of the Corporation is "Small Business Loan Fund Corporation."

2. The Corporation is a public corporation of the State of Rhode Island and Providence Plantations (hereinafter the "State") having a distinct legal existence from the State and not constituting a department of state government, which is a governmental agency and public instrumentality of the State.

3. The period of its duration is perpetual.

4. (a) The purpose or purposes for which the Corporation is organized is: to make loans to various individuals, entities or other persons and to take any and all action necessary or desirable incident thereto within and throughout the State of Rhode Island and Providence Plantations for the following: (i) with respect to federal land, or land related thereto, for any port project, and (ii) with respect to real property, other than federal land, for any port project, except a residential facility or a civic facility.

(b) The Corporation shall have all the powers, privileges, rights immunities, tax exemptions, and other exemptions of Rhode Island Port Authority and Economic Development Corporation, a public corporation duly authorized, created, and established pursuant to the provisions of Chapter 42-64 of the General Laws, 1956, as amended (hereinafter the "Port Authority"), except as provided herein. The number of persons constituting the initial Board of Directors (who shall serve at the pleasure of the Board of Directors of the Port Authority) shall be as set forth in these Articles of Incorporation. Thereafter, the number of the Board of Directors may be varied from time to time by the Board of Directors of the Port Authority, and the members thereof shall be appointed by the Board of Directors of the Port Authority to serve at its pleasure. The Corporation shall not have the condemnation power contained in §42-64-9 of the General Laws, 1956, as amended, nor shall it have the powers contained in, or otherwise be subject to the provisions of §42-64-12 and §42-64-13(a) of the General Laws, 1956, as amended.

(c) The Corporation is a subsidiary public corporation of the Port Authority, and any distributions of income or of capital, including distributions made in connection with the liquidation or upon the dissolution of the Corporation, shall be made solely to the Port Authority.

5. The number of directors constituting the initial board of directors of the Corporation is five and their names and business addresses are:

Louis A. Fazzano
Seven Jackson Walkway
Providence, Rhode Island 02903

Kenneth Willette
Seven Jackson Walkway
Providence, Rhode Island 02903

Norman DeLuca
State House
Providence, Rhode Island 02903

Harry A. Schult
Arthur Young & Company
800 Fleet National Bank Building
Providence, Rhode Island 02903

Scott B. Laurans
Roger Williams Foods
One IGA Way
Cumberland, Rhode Island 02864

6. The name and business address of the person preparing these articles of incorporation is:

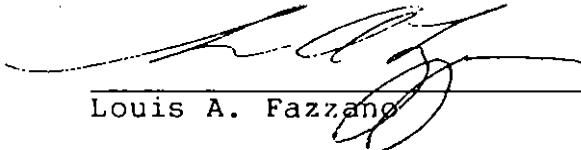
Louis A. Fazzano
Rhode Island Port Authority and
Economic Development Corporation
Seven Jackson Walkway
Providence, Rhode Island 02903

7. The date when corporate existence shall begin is: Upon the issuance of a certificate of incorporation by the Secretary of State as provided by §42-64-7.1(b) of the General Laws, 1956, as amended.

8. The Corporation is created pursuant to a resolution duly adopted by the Board of Directors of the Port Authority on November 5, 1985.

9. All words and phrases which are used in these Articles of Incorporation and which are defined in Chapter 42-64 of the General Laws, 1956, as amended, shall have the meanings set forth herein.

Dated: *19 January*, 1986



Louis A. Fazzano

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

At Providence, in said county on this *17th* day of January, 1986, personally appeared before me Louis A. Fazzano, who is known to me and known by me to be the party executing the foregoing instrument, and he acknowledged said instrument by him executed to be his free act and deed..



Notary Public

My Commission Expires 08/30/88