



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Matthew A. Brown, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2005

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 11767		2. Name of Corporation GOODWIN REALTY, INC.			
3. Street Address Principal Business Office 30 TANGLEWOOD DRIVE		City RIVERSIDE	State RI	Zip 02915	
4. Business Phone No. 4014333574		5. State of Incorporation RHODE ISLAND			6. SIC Code 5520
7. Brief Description of the Character of Business Conducted in Rhode Island REAL ESTATE AGENCY, BROKERAGE AND RELATED SERVICES					
8. NAMES AND ADDRESSES OF THE OFFICERS ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name John I. Goodwin		Vice President Name Carol A. Goodwin			
Street Address 30 Tanglewood Drive		Street Address 30 Tanglewood Drive			
City Riverside	State RI	Zip 02915	City Riverside	State RI	Zip 02915
Secretary Name Carol A. Goodwin		Treasurer Name John I. Goodwin			
Street Address 30 Tanglewood Drive		Street Address 30 Tanglewood Drive			
City Riverside	State RI	Zip 02915	City Riverside	State RI	Zip 02915
9. NAMES AND ADDRESSES OF THE DIRECTORS ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name None		Director Name			
Street Address		Street Address			
City	State	Zip	City	State	Zip
Director Name		Director Name			
Street Address		Street Address			
City	State	Zip	City	State	Zip
10. SHARES AUTHORIZED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/> 11. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input type="checkbox"/>					
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
500 COMM NO PAR VALUE			100	Common	No Par

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



1 1 7 6 7

11767 DBC 01/24/06 10:49 PM

FILED

File Date MAY 11 2005 2005

Check No. By [Signature]

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

John I. Goodwin 2/04/05
Signature of Officer Date
John I. Goodwin
Print or Type Name of Officer
President
Title of Officer



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Matthew A. Brown, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401.222.3040

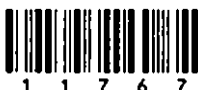
PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2004

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. 11767		2. Name of Corporation GOODWIN REALTY, INC.			
3. Street Address Principal Business Office 30 TANGLEWOOD DRIVE		City RIVERSIDE	State RI	Zip 02915	
4. Business Phone No. 4014333574		5. State of Incorporation RHODE ISLAND			6. SIC Code 5520
7. Brief Description of the Character of Business Conducted in Rhode Island REAL ESTATE AGENCY, BROKERAGE AND RELATED SERVICES					
8. NAMES AND ADDRESSES OF THE OFFICERS (<input checked="" type="checkbox"/> "X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name John I. Goodwin			Vice President Name Carol A. Goodwin		
Street Address 30 Tanglewood Drive			Street Address 30 Tanglewood Drive		
City Riverside	State RI	Zip 02915	City Riverside	State RI	Zip 02915
Secretary Name Carol A. Goodwin			Treasurer Name John I. Goodwin		
Street Address 30 Tanglewood Drive			Street Address 30 Tanglewood Drive		
City Riverside	State RI	Zip 02915	City Riverside	State RI	Zip 02915
9. NAMES AND ADDRESSES OF THE DIRECTORS (<input checked="" type="checkbox"/> "X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name None			Director Name		
Street Address			Street Address		
City	State	Zip	City	State	Zip
Director Name			Director Name		
Street Address			Street Address		
City	State	Zip	City	State	Zip
10. SHARES AUTHORIZED (<input checked="" type="checkbox"/> "X" BOX FOR ATTACHMENT) <input type="checkbox"/> 11. SHARES ISSUED (<input checked="" type="checkbox"/> "X" BOX FOR ATTACHMENT) <input type="checkbox"/>					
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class/Series	Par Value	Number of Shares	Class/Series	Par Value
500 COMM NO PAR VALUE			100	Common	No Par Value

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



1 1 7 6 7

11767 DBC 01/30/04 10:30:05 AM

File Date 3-2-04

Check No. 2347

By: VP

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

John I. Goodwin 2/12/04
Signature of Officer Date
John I. Goodwin
Print or Type Name of Officer
President
Title of Officer



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Matthew A. Brown, Secretary of State
Corporations Division
160 North Main Street, Providence, RI 02903-1335
401.222.3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2003

Filing Period: January 1 - March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. *11767*		2. Name of Corporation GOODWIN REALTY, INC.			
3. Street Address Principal Business Office 30 TANGLEWOOD DR,		City Riverside	State RI	Zip 02915	
4. Business Phone No. 4014333574		5. State of Incorporation RHODE ISLAND		6. SIC Code 5520	
7. Brief Description of the Character of Business Conducted in Rhode Island REAL ESTATE AGENCY, BROKERAGE AND RELATED SERVICES					
8. NAMES AND ADDRESSES OF THE OFFICERS (X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
President Name John L. Goodwin			Vice President Name Carol A. Goodwin		
Street Address 30 Tanglewood Drive			Street Address 30 Tanglewood Drive		
City Riverside	State RI	Zip 02915	City Riverside	State RI	Zip 02915
Secretary Name Carol A. Goodwin			Treasurer Name John L. Goodwin		
Street Address 30 Tanglewood Drive			Street Address 30 Tanglewood Drive		
City Riverside	State RI	Zip 02915	City Riverside	State RI	Zip 02915
9. NAMES AND ADDRESSES OF THE DIRECTORS (X" BOX FOR ATTACHMENT) <input type="checkbox"/> FILL IN SPACES BEFORE USING ATTACHMENTS					
Director Name None			Director Name		
Street Address			Street Address		
City	State	Zip	City	State	Zip
Director Name			Director Name		
Street Address			Street Address		
City	State	Zip	City	State	Zip
10. SHARES AUTHORIZED (X" BOX FOR ATTACHMENT) <input type="checkbox"/> 11. SHARES ISSUED (X" BOX FOR ATTACHMENT) <input type="checkbox"/>					
AUTHORIZED SHARES			ISSUED SHARES		
Number of Shares	Class Series	Par Value	Number of Shares	Class Series	Par Value
500 COMM NO PAR VALUE			100	common	no par value

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 1 7 6 7 *

11767 DBC1/24/03 12:01:06 PM

File Date 3-4-03

Check No. 1120

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

John L. Goodwin FEB 14, 2003
Signature of Officer Date
JOHN L. GOODWIN
Print or Type Name of Officer
PRESIDENT
Title of Officer



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Edward S. Inman, III, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2002

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No

11767

2. Name of Corporation

GOODWIN REALTY, INC.

3. Street Address Principal Business Office

30 Tanglewood Drive

City

East Providence

State

RI

Zip

02915

4. Business Phone No.

(401) 433-3574

5. State of Incorporation

RHODE ISLAND

6. SIC Code

5520

7. Brief Description of the Character of Business Conducted in Rhode Island

Real estate agency, brokerage, and related services

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name

John I. Goodwin

Street Address

30 Tanglewood Drive

City

East Providence

State

RI

Zip

02915

Vice President Name

Carol A. Goodwin

Street Address

30 Tanglewood Drive

City

East Providence

State

RI

Zip

02915

Secretary Name

Carol A. Goodwin

Street Address

30 Tanglewood Drive

City

East Providence

State

RI

Zip

02915

Treasurer Name

John I. Goodwin

Street Address

30 Tanglewood Drive

City

East Providence

State

RI

Zip

02915

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name

None

Street Address

City

State

Zip

Director Name

Street Address

City

State

Zip

Director Name

Street Address

City

State

Zip

Director Name

Street Address

City

State

Zip

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares

Class/Series

Par Value

500 COMM NO PAR VALUE

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares

Class/Series

Par Value

100

Common

No Par Value

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 1 7 6 7 *

File Date 2/8/02

Check No. 2168

By [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

John I. Goodwin 2/7/02

Signature of Officer

Date

JOHN I. GOODWIN

Print or Type Name of Officer

PRESIDENT

Title of Officer

5

Form 630 12/01



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2001

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **11767** 2. Name of Corporation **GOODWIN REALTY, INC.**

3. Street Address Principal Business Office
30 Tanglewood Drive

City State Zip
East Providence RI 02915

4. Business Phone No. **(401) 433-3574** 5. State of Incorporation **RHODE ISLAND**

6. SIC Code **5520**

7. Brief Description of the Character of Business Conducted in Rhode Island

Real estate agency, brokerage, and related services

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) **FILL IN SPACES BEFORE USING ATTACHMENTS**

President Name

John I. Goodwin

Vice President Name

Carol A. Goodwin

Street Address

30 Tanglewood Drive

Street Address

30 Tanglewood Drive

City State Zip
East Providence RI 02915

City State Zip
East Providence RI 02915

Secretary Name

Carol A. Goodwin

Treasurer Name

John I. Goodwin

Street Address

30 Tanglewood Drive

Street Address

30 Tanglewood Drive

City State Zip
East Providence RI 02915

City State Zip
East Providence RI 02915

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) **FILL IN SPACES BEFORE USING ATTACHMENTS**

Director Name

None

Director Name

Street Address

Street Address

City State Zip

City State Zip

Director Name

Director Name

Street Address

Street Address

City State Zip

City State Zip

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares Class/Series Par Value
500 SHS NO PAR COM

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares Class/Series Par Value
100 Common No Par Value

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 1 7 6 7 *

File Date: 2/7/2001

Check No.: 2057

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

John I. Goodwin 2/1/01
Signature of Officer Date

JOHN I. GOODWIN
Print or Type Name of Officer

PRESIDENT
Title of Officer



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3046

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR 2000
Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **11767** 2. Name of Corporation **GOODWIN REALTY, INC.**

3. Street Address Principal Business Office
30 Tanglewood Drive

City **East Providence** State **RI** Zip **02915**

4. Business Phone No.
(401) 433-3574

5. State of Incorporation
RHODE ISLAND

6. SIC Code
5520

7. Brief Description of the Character of Business Conducted in Rhode Island
Real estate agency, brokerage, and related services

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

President Name
John I. Goodwin

Vice President Name
Carol A. Goodwin

Street Address
30 Tanglewood Drive

Street Address
30 Tanglewood Drive

City **East Providence** State **RI** Zip **02915**

City **East Providence** State **RI** Zip **02915**

Secretary Name
Carol A. Goodwin

Treasurer Name
John I. Goodwin

Street Address
30 Tanglewood Drive

Street Address
30 Tanglewood Drive

City **East Providence** State **RI** Zip **02915**

City **East Providence** State **RI** Zip **02915**

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT) FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name

Director Name

Street Address

Street Address

City State Zip

City State Zip

Director Name

Director Name

Street Address

Street Address

City State Zip

City State Zip

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares Class/Series Par Value
500 SHS NO PAR COM

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares Class/Series Par Value
100 common no par value

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 1 7 6 7 *

File Date: 2/24/00

Check No.: 1956

By: GMA

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer John I. Goodwin Date 2/17/00

Print or Type Name of Officer JOHN I. GOODWIN

Title of Officer PRESIDENT



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-222-3040

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR

1999

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)



1. Corporate ID # 11767 2. Name of Corporation GOODWIN REALTY, INC.

3. Street Address Principal Business Office

City

State

Zip

30 Tanglewood Drive

E. Providence

RI

02915

4. Business Phone No.

5. State of Incorporation RHODE ISLAND

6. State of Principal Office 5520

(401) 433-3574

7. Brief Description of the Character of Business Conducted in Rhode Island

Real estate agency, brokerage, and related services

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT)

FILL IN SPACES BEFORE USING ATTACHMENTS

President Name

Vice President Name

John I. Goodwin

Carol A. Goodwin

Street Address

Street Address

30 Tanglewood Drive

30 Tanglewood Drive

City

State

Zip

City

State

Zip

E. Providence RI

02915

E. Providence RI

02915

Secretary Name

Treasurer Name

Carol A. Goodwin

John I. Goodwin

Street Address

Street Address

30 Tanglewood Drive

30 Tanglewood Drive

City

State

Zip

City

State

Zip

E. Providence RI

02915

E. Providence RI

02915

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT)

FILL IN SPACES BEFORE USING ATTACHMENTS

Director Name

Director Name

None

Street Address

Street Address

City

State

Zip

City

State

Zip

Director Name

Director Name

Street Address

Street Address

City

State

Zip

City

State

Zip

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

ISSUED SHARES

Number of Shares

Class/Series

Par Value

Number of Shares

Class/Series

Par Value

500 SHS NO PAR COM

100

common

no par value

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



* 1 1 7 6 7 *

File Date: Feb 23, 99

Check No.: 1849

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer: John I. Goodwin Date: 2/17/98

Print or Type Name of Officer: JOHN I. GOODWIN

Title of Officer: PRESIDENT



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-277-3040



PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR **1998**

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No.

11767

2. Name of Corporation

GOODWIN REALTY, INC.

3. Street Address Principal Business Office

30 Tanglewood Drive

City

E. Providence

State

RI

Zip

02915

4. Business Phone No

(401) 433-3574

5. State of Incorporation

RHODE ISLAND

6. SIC Code

5520

7. Brief Description of the Character of Business Conducted in Rhode Island

Real estate agency and brokerage and related services

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT)

President Name

John I. Goodwin

Vice President Name

Carol A. Goodwin

Street Address

30 Tanglewood Drive

Street Address

30 Tanglewood Drive

City

E. Providence

State

RI

Zip

02915

City

E. Providence

State

RI

Zip

02915

Secretary Name

Carol A. Goodwin

Treasurer Name

John I. Goodwin

Street Address

30 Tanglewood Drive

Street Address

30 Tanglewood Drive

City

E. Providence

State

RI

Zip

02915

City

E. Providence

State

RI

Zip

02915

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT)

Director Name

None

Director Name

Street Address

Street Address

City

State

Zip

City

State

Zip

Director Name

Director Name

Street Address

Street Address

City

State

Zip

City

State

Zip

10. SHARES AUTHORIZED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES

Number of Shares

Class/Series

Par Value

500 SHS NO PAR COM

11. SHARES ISSUED (*X* BOX FOR ATTACHMENT)

ISSUED SHARES

Number of Shares

Class/Series

Par Value

100

Common

no par value

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.

JAN 28 2 32 PM '98



FILED

JAN 28 1998

Check No.

By

By CC 1740

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Signature of Officer John I. Goodwin Date 1/23/98

Print or Type Name of Officer John I. Goodwin

Title of Officer President



STATE OF RHODE ISLAND
AND PROVIDENCE PLANTATIONS
Office of the Secretary of State

James R. Langevin, Secretary of State
Corporations Division
100 North Main Street, Providence, RI 02903-1335
401-277-3040



PROFIT CORPORATION ANNUAL REPORT 1997

Filing Period: January 1-March 1 • Filing Fee: \$50.00

(FORM MUST BE TYPED IN BLACK)

1. Corporate ID No. **11767** 2. Name of Corporation **GOODWIN REALTY, INC.**
3. Street Address Principal Business Office City State Zip
30 Tanglewood Drive **East Providence** **RI** **02915**
4. Business Phone No. 5. State of Incorporation
(401)433-3574 **RHODE ISLAND**
6. SIC Code
5520

7. Brief Description of the Character of Business Conducted in Rhode Island
Real estate agency and brokerage and related services

8. NAMES AND ADDRESSES OF THE OFFICERS (*X* BOX FOR ATTACHMENT)

President Name John I. Goodwin Street Address 30 Tanglewood Drive City State Zip East Providence RI 02915 Secretary Name Carol A. Goodwin Street Address 30 Tanglewood Drive City State Zip East Providence RI 02915	Vice President Name Carol A. Goodwin Street Address 30 Tanglewood Drive City State Zip East Providence RI 02915 Treasurer Name John I. Goodwin Street Address 30 Tanglewood Drive City State Zip East Providence RI 02915
---	--

9. NAMES AND ADDRESSES OF THE DIRECTORS (*X* BOX FOR ATTACHMENT)

Director Name None Street Address City State Zip Director Name Street Address City State Zip Director Name Street Address City State Zip Director Name Street Address City State Zip 	Director Name Street Address City State Zip Director Name Street Address City State Zip Director Name Street Address City State Zip Director Name Street Address City State Zip
---	--

10. SHARES AUTHORIZED AND ISSUED (*X* BOX FOR ATTACHMENT)

AUTHORIZED SHARES	ISSUED SHARES
Number of Shares Class/Series Par Value	Number of Shares Class/Series Par Value
500 SHS NO PAR COM	100 Common no par value

This report must be signed in ink by either the President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee



File Date: 2/12/97

Check No.: 1630

By: [Signature]

FOR SECRETARY OF STATE USE ONLY

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

John I. Goodwin 2/1/97
Signature of Officer Date

John I. Goodwin
Print or Type Name of Officer

President
Title of Officer

PROFIT CORPORATION ANNUAL REPORT

1996



State of Rhode Island and Providence Plantations
James R. Langevin, Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335 • (401) 277-3040

Filing Period: January 1-March 1
Filing Fee: \$50.00

PLEASE TYPE OR PRINT IN BLACK INK.

1. CORPORATE ID # 11767		2. NAME OF CORPORATION GOODWIN REALTY, INC.			
3. STREET ADDRESS PRINCIPAL BUSINESS OFFICE 30 Tanglewood Drive			CITY East Providence	STATE RI	ZIP CODE 02915
4. BUSINESS PHONE NO. (401) 433-3574		5. STATE OF INCORPORATION RHODE ISLAND			6. SIC CODE 5520
7. BRIEF DESCRIPTION OF THE CHARACTER OF BUSINESS CONDUCTED IN RHODE ISLAND real estate agency and brokerage, and related services.					
8. NAMES AND ADDRESSES OF THE OFFICERS					
PRESIDENT NAME JOHN I. GOODWIN			VICE PRESIDENT NAME CAROL A. GOODWIN		
STREET ADDRESS 30 Tanglewood Drive			STREET ADDRESS 30 Tanglewood Drive		
CITY East Providence	STATE RI	ZIP CODE 02915	CITY East Providence	STATE RI	ZIP CODE 02915
SECRETARY NAME CAROL A. GOODWIN			TREASURER NAME JOHN I. GOODWIN		
STREET ADDRESS 30 Tanglewood Drive			STREET ADDRESS 30 Tanglewood Drive		
CITY East Providence	STATE RI	ZIP CODE 02915	CITY East Providence	STATE RI	ZIP CODE 02915
9. NAMES AND ADDRESSES OF THE DIRECTORS					
DIRECTOR NAME NONE.			DIRECTOR NAME		
STREET ADDRESS			STREET ADDRESS		
CITY	STATE	ZIP CODE	CITY	STATE	ZIP CODE
DIRECTOR NAME			DIRECTOR NAME		
STREET ADDRESS			STREET ADDRESS		
CITY	STATE	ZIP CODE	CITY	STATE	ZIP CODE
10. SHARES AUTHORIZED AND ISSUED					
AUTHORIZED SHARES			ISSUED SHARES		
NUMBER OF SHARES	CLASS / SERIES	PAR VALUE	NUMBER OF SHARES	CLASS / SERIES	PAR VALUE
500 SHS NO PAR COM			100	Common	No par value

This report must be **SIGNED IN INK** by either the
President, Vice President, Secretary, Assistant Secretary, Treasurer, Receiver or Trustee

Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

File Date:

8-5-96

Check No:

1576

By:

JO

For Secretary of State Use Only

Signature of Officer

JOHN I. GOODWIN

Print or Type Name of Officer

President
Title of Officer

8/2/96
Date

DETACH BOTTOM BEFORE RETURNING

State of Rhode Island and Providence Plantations
Office of The Secretary of State
100 North Main Street
Providence, Rhode Island 02903-1335
401-277-3040

ANNUAL REPORT
Please Type or Print
File Annually - Jan. 1 - March 1
Filing Fee \$50.00
Make Checks Payable to: Secretary of State

ALL ENTRIES MUST BE COMPLETED IN FULL OR THE FORM WILL BE RETURNED.

Corporate ID: 0011767 Annual Report for the year: 1995

Name of Corporation: Goodwin Realty, Inc.

Business entity organized under the laws of the State of: RI

Business Entity is (check one):

☒ Business Corporation (See RIGL Chapter 7-1.1)

☐ Professional Service Corporation (See RIGL Chapter 7-5.1)

For foreign entity, address and telephone number of principal office: N/A

Brief statement of the character of business conducted in Rhode Island: real estate

Phone:

Address and telephone of the principal office of business entity in Rhode Island (Provide street address - Not P.O. Box):

30 Tanglewood Drive
East Providence, RI 02915

Phone: (401) 433-3574

THE NAMES OF THE OFFICERS ARE:

PRESIDENT	STREET ADDRESS	CITY/STATE	ZIP CODE
John I. Goodwin	30 Tanglewood Drive	Riverside, RI	02915
VICE PRESIDENT	STREET ADDRESS	CITY/STATE	ZIP CODE
Carol A. Goodwin	30 Tanglewood Drive	Riverside, RI	02915
SECRETARY	STREET ADDRESS	CITY/STATE	ZIP CODE
Carol A. Goodwin	30 Tanglewood Drive	Riverside, RI	02915
TREASURER	STREET ADDRESS	CITY/STATE	ZIP CODE
John I. Goodwin	30 Tanglewood Drive	Riverside, RI	02915

THE NAMES OF THE DIRECTORS ARE:

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
NAME	STREET ADDRESS	CITY/STATE	ZIP CODE

NUMBER OF SHARES AUTHORIZED (Rider may be attached) | NUMBER OF SHARES ISSUED AND OUTSTANDING (Rider may be attached)

Number of Shares	Class/Series	Number of Shares	Class/Series
500	Common	100	Common

Date FEBRUARY 9, 1995

GOODWIN REALTY, INC.

By: John I. Goodwin, President
John I. Goodwin

PRINT OR TYPE NAME OF OFFICER SIGNING
President

TITLE OF OFFICER SIGNING

Form 31 1/95

DESIGNATED REGISTERED AGENT FOR SERVICE OF PROCESS:

PLEASE NOTE: If the registered officer and/or registered agent indicated below is incorrect, Form 9 must be filed.

John E. Ottaviani, Esq.
c/o Edwards & Angell
2700 Hospital Trust Tower
Providence, RI 02903

FEB 17 1995
AC 1450

Filing Fee \$50.00
Payable to:
Secretary of State

PLEASE TYPE or PRINT
State of Rhode Island and Providence Plantations
Office of The Secretary of State
100 North Main Street
Providence, Rhode Island 02903-1335
401-277-3040

File Annually
LLC: Sept. 1 - Nov. 1
CORP: Jan. 1 - March 1

Corporate ID: 0011767 Annual Report for the year: 1994

Name of Business Entity: Goodwin Realty, Inc.

Business organized under the laws of the State of:
RI

Federal Taxpayer I.D. Number: [REDACTED]

For foreign entity, address and telephone number of
principal office:

N/A

Phone: ()

Address and telephone of the principal office of
business entity in Rhode Island (Provide street address

Not P.O. Box:

Goodwin Realty, Inc.
30 Tanglewood Drive
East Providence, R.I. 02915
Phone: (401) 433-3574

Business Entity is (check one):

- ☒ Business Corporation (See RIGL Chapter 7-1.1)
☐ Professional Service Corporation (See RIGL Chapter 7-5.1)
☐ Limited Liability Company (See RIGL 7-16)

Name, title and mailing address of contact person to
whom communications may be directed:

John E. Ottaviani, Esq.
Edwards & Angell
2700 Hospital Trust Tower
Providence, RI 02903

Brief statement of the character of business conducted
in Rhode Island:

Real estate

Date of Organization: June 27, 1969

Date of Qualification to do business in Rhode Island
(if foreign entity): N/A

THE NAMES OF THE OFFICERS ARE:

OFFICE	NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
1) CHIEF EXECUTIVE OFFICER OR (X) PRESIDENT (Check One)	<u>John I. Goodwin</u>	<u>30 Tanglewood Drive</u>	<u>Riverside, RI</u>	<u>02915</u>
2) CHIEF OPERATING OFFICER OR (X) VICE PRESIDENT (Check One)	<u>Carol A. Goodwin</u>	<u>Same as above</u>		
3) CUSTODIAN OF RECORDS OR (X) SECRETARY (Check One)	<u>Carol A. Goodwin</u>	<u>Same as above</u>		
4) CHIEF FINANCIAL OFFICER OR (X) TREASURER (Check One)	<u>John I. Goodwin</u>	<u>Same as above</u>		

THE NAMES OF THE DIRECTORS ARE:

NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
NAME	STREET ADDRESS	CITY/STATE	ZIP CODE
NAME	STREET ADDRESS	CITY/STATE	ZIP CODE

NUMBER OF SHARES AUTHORIZED (If Applicable)		NUMBER OF SHARES ISSUED AND OUTSTANDING (If Applicable)	
NUMBER	CLASS	NUMBER	CLASS
<u>500</u>	<u>Common</u>	<u>100</u>	<u>Common</u>
<u>N/A</u>	<u>N/A</u>	<u>N/A</u>	<u>N/A</u>
<u>no par value</u>	<u>no par value</u>	<u>no par value</u>	<u>no par value</u>

GOODWIN REALTY, INC.

Date FEB 18, 19 94

By: John I. Goodwin

John I. Goodwin
PRESIDENT

TITLE OF OFFICER SIGNING

Form 9-1/94

FILED
FEB 22 1994
I.E. 9300-1#
7307

DESIGNATED REGISTERED OR RESIDENT AGENT FOR SERVICE OF PROCESS:

PLEASE NOTE: If the Corporation has changed its registered office and/or registered or resident agent, Form 9 or Form LLC must be filed.

John E. Ottaviani, Esq.
Edwards & Angell
2700 Hospital Trust Tower
Providence, RI 02903

Filing Fee \$50.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID.....0011757..... Annual Report for the year.....1993.....

FIRST: The name of the corporation is.....GOODWIN REALTY, INC.....

SECOND: It is incorporated under the laws of.....Rhode Island.....

THIRD: Character of business, briefly stated, is.....Real Estate.....

FOURTH: If foreign corporation, address of its principal office.....N/a.....

FIFTH: Business address in Rhode Island.....2700 Hospital Trust Twr., Providence, RI.....

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
.....	Director
.....	Director
.....	Director
John I. Goodwin	President	30 Tanglewood Dr., Riverside, RI
Carol A. Goodwin	Vice President	as above
Carol A. Goodwin	Secretary	as above
John I. Goodwin	Treasurer	as above

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	common		no par value

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	common		no par value

Rec'd & Filed FEB 21 1993

AMT#29
1265

Dated FEBRUARY 21 19 93

GOODWIN REALTY, INC.

(Name of Corporation)

By John I. Goodwin
Title President

(Report must be signed by an officer)

Filing Fee \$50.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

CA
JK 1185

Corporate ID 0011757 Annual Report for the year 1992

FIRST: The name of the corporation is GOODWIN REALTY, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is Real Estate

FOURTH: If foreign corporation, address of its principal office N/a

FIFTH: Business address in Rhode Island 2700 Hospital Trust Twr., Providence, RI

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
	Director	
	Director	
	Director	
John I. Goodwin	President	30 Tanglewood Dr., Riverside, RI
Carol A. Goodwin	Vice President	as above
Carol A. Goodwin	Secretary	as above
John I. Goodwin	Treasurer	as above

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	common	PAID	no par value

MAR 03 1992

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	common		no par value

SEC'Y OF STATE

Dated 2/27 19 92

GOODWIN REALTY, INC.
(Name of Corporation)

By John I. Goodwin
Title President

(Report must be signed by an officer)

Filing Fee \$50.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

AK

Corporate ID 0011767 Annual Report for the year 1991

FIRST: The name of the corporation is GOODWIN REALTY, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is Real Estate

FOURTH: If foreign corporation, address of its principal office N/a

FIFTH: Business address in Rhode Island 2700 Hospital Trust Twp., Providence, RI

SIXTH: Names and addresses of its directors and officers:

(Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
	Director	
	Director	
	Director	
John I. Goodwin	President	30 Tanglewood Dr., Riverside, RI
Carol A. Goodwin	Vice President	as above
Carol A. Goodwin	Secretary	as above
John I. Goodwin	Treasurer	as above

SEVENTH: Number of Shares authorized:

No of Shares	Class	Series	Par Value or statement that shares are without par value
500	common		no par value

Rec'd & Filed FEB 22 1991

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	common		no par value

Dated FEB 4 19 91

GOODWIN REALTY, INC.
(Name of Corporation)

By John I. Goodwin

Title President

(Report must be signed by an officer)

Filing Fee \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 0011757 Annual Report for the year 1990

FIRST: The name of the corporation is GOODWIN REALTY, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is Real Estate

FOURTH: If foreign corporation, address of its principal office N/a

FIFTH: Business address in Rhode Island 2700 Hospital Trust Twr., Providence, RI

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
	Director	
	Director	
	Director	
John I. Goodwin	President	30 Tanglewood Dr., Riverside, RI
Carol A. Goodwin	Vice President	as above
Carol A. Goodwin	Secretary	as above
John I. Goodwin	Treasurer	as above

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	common		no par value

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	common		no par value

PAID
MAR 01 1990
REC'D. OF STATE

Dated FEB 20 19 90

GOODWIN REALTY, INC.

(Name of Corporation)

By John I. Goodwin
Title President

(Report must be signed by an officer)

Filing Fee \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 11767 Annual Report for the year 1989

FIRST: The name of the corporation is GOODWIN REALTY, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is REAL ESTATE

FOURTH: If foreign corporation, address of its principal office

FIFTH: Business address in Rhode Island

2700 Hospital Trust Tower, Providence, Rhode Island 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
	Director	
	Director	
	Director	
<u>John I. Goodwin</u>	<u>President</u>	<u>30 Tanglewood Dr., Riverside, RI</u>
<u>Carol A. Goodwin</u>	<u>Vice President</u>	<u>" "</u>
<u>Carol A. Goodwin</u>	<u>Secretary</u>	<u>" "</u>
<u>John I. Goodwin</u>	<u>Treasurer</u>	<u>" "</u>

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>500</u>	<u>common</u>		<u>no par value</u>

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>100</u>	<u>common</u>		<u>no par value</u>

Dated JUNE 27 19 89

GOODWIN REALTY, INC.
(Name of Corporation)

By John I. Goodwin President
Title President

(Report must be signed by an officer)

RECEIVED
JUN 29 11 54 AM '83

JUN 29 11 54 AM '83

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Filing Fee \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 11767 Annual Report for the year 1988

FIRST: The name of the corporation is GOODWIN REALTY, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is real estate

FOURTH: If foreign corporation, address of its principal office N/A

FIFTH: Business address in Rhode Island

2700 Hospital Trust Tower, Providence, Rhode Island 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
	Director	
	Director	
	Director	
<u>John I. Goodwin</u>	<u>President</u>	<u>30 Tanglewood Dr., Riverside, RI</u>
<u>Carol A. Goodwin</u>	<u>Vice President</u>	<u>" "</u>
<u>Carol A. Goodwin</u>	<u>Secretary</u>	<u>" "</u>
<u>John I. Goodwin</u>	<u>Treasurer</u>	<u>" "</u>

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>500</u>	<u>common</u>		<u>no par value</u>

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
<u>100</u>	<u>common</u>		<u>no par value</u>

Dated JUNE 27 19 89

GOODWIN REALTY, INC.
(Name of Corporation)

By John I. Goodwin, President
Title President

(Report must be signed by an officer)

RECEIVED
JUN 20 11 51 AM '03

JUN 20 11 51 AM '03

APR 2003

Filing Fee \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 11767 Annual Report for the year 1987

FIRST: The name of the corporation is GOODWIN REALTY, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is real estate

FOURTH: If foreign corporation, address of its principal office N/A

FIFTH: Business address in Rhode Island
2700 Hospital Trust Tower, Providence, Rhode Island 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
	Director	
	Director	
	Director	
John I. Goodwin	President	30 Tanglewood Dr., Riverside, RI
Carol A. Goodwin	Vice President	" "
Carol A. Goodwin	Secretary	" "
John I. Goodwin	Treasurer	" "

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	common		no par value

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	common		no par value

Dated JUNE 27 19 89

GOODWIN REALTY, INC.
(Name of Corporation)

By John I. Goodwin, President
President

Title

(Report must be signed by an officer)

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV.

JUN 29 11 54 AM '89

Handwritten signature and number: [Signature] 22223

State of Rhode Island and Providence Plantations

CORPORATIONS DIVISION
270 WESTMINSTER MALL
PROVIDENCE, RHODE ISLAND 02903

Corporate ID 11767 Annual Report for the year 1986

FIRST: The name of the corporation is GOODWIN REALTY, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is real estate

FOURTH: If foreign corporation, address of its principal office N/A

FIFTH: Business address in Rhode Island 2700 Hospital Trust Tower, Providence,
Rhode Island 02903

SIXTH: Names and addresses of its directors and officers: (Attach rider if necessary)

Name	Office	Address (including number, street, zip code)
	Director	
	Director	
	Director	
John I. Goodwin	President	30 Tanglewood Dr., Riverside, RI
Carol A. Goodwin	Vice President	30 Tanglewood Dr., Riverside, RI
Carol A. Goodwin	Secretary	30 Tanglewood Dr., Riverside, RI
John I. Goodwin	Treasurer	30 Tanglewood Dr., Riverside, RI

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common		No par value

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		No par value

Dated FEB 11 1986

GOODWIN REALTY, INC.

(Name of Corporation)

By

John I. Goodwin

Title President

(Report must be signed by an officer)

Filing fee: \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

CORPORATE ID NO. 11767

Annual Report for the year 1985 ☒

FIRST: The name of the corporation is GOODWIN REALTY, INC.,

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is real estate

FOURTH: If foreign corporation, address of its principal office N/A

FIFTH: Business address in Rhode Island (blank reports will be mailed to this address) 2700 Hospital Trust Tower, Providence, Rhode Island 02903.

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
	Director	
	Director	
	Director	
John I. Goodwin	President	30 Tanglewood Dr., Riverside, RI
Carol A. Goodwin	Vice President	30 Tanglewood Dr., Riverside, RI
John I. Goodwin	Secretary	30 Tanglewood Dr., Riverside, RI
Carol A. Goodwin	Treasurer	30 Tanglewood Dr., Riverside, RI

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common		No par value

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common		No par value

Dated: *January 15, 1985* 19 85

GOODWIN REALTY, INC.
(Name of Corporation)

By *John I. Goodwin*
Title President

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,
Form #9 must be filed. Please contact Corporation Division for information. 277-3040

Filing fee: \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

Annual Report for the year 1984

FIRST: The name of the corporation is GOODWIN REALTY, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is real estate

FOURTH: If foreign corporation, address of its principal office N.A.

FIFTH: Business address in Rhode Island

2700 Hospital Trust Tower, Providence, RI 02903

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
	Director	
	Director	
	Director	
John I. Goodwin	President	30 Tanglewood Dr., Riverside, RI
Carol A. Goodwin	Vice President	30 Tanglewood Dr., Riverside, RI
John I. Goodwin	Secretary	30 Tanglewood Dr., Riverside, RI
Carol A. Goodwin	Treasurer	30 Tanglewood Dr., Riverside, RI

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common Stock		Without par value

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common Stock		Without par value

Dated: FEB 13 1984
GOODWIN REALTY, INC.
(Name of Corporation)

By *John I. Goodwin*
Title President

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,
Form #9 must be filed. Please contact Corporation Division for information. 277-3040

Filing fee: \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

Annual Report for the year 1983

FIRST: The name of the corporation is GOODWIN REALTY, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is real estate

FOURTH: If foreign corporation, address of its principal office N.A.

FIFTH: Business address in Rhode Island (blank reports will be mailed to this address) 2700 Hospital Trust Tower, Providence, RI 02903

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
	Director	
	Director	
	Director	
John I. Goodwin	President	30 Tanglewood Dr., Riverside, RI
Carol A. Goodwin	Vice President	30 Tanglewood Dr., Riverside, RI
John I. Goodwin	Secretary	30 Tanglewood Dr., Riverside, RI
Carol A. Goodwin	Treasurer	30 Tanglewood Dr., Riverside, RI

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common Stock		Without par value

MAR 17 1983

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common Stock	3	Without par value

Dated: FEB 23 1983

GOODWIN REALTY, INC.

(Name of Corporation)

By: John I. Goodwin Pres
Title: President

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,
Form #9 must be filed. Please contact Corporation Division for information. 277-3040

Filing fee: \$15.00

To be filed annually between
January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

Annual Report for the year 1982

FIRST: The name of the corporation is GOODWIN REALTY, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: Character of business, briefly stated, is real estate

FOURTH: If foreign corporation, address of its principal office N/A

FIFTH: Business address in Rhode Island (blank reports will be mailed to this address) 2700 Hospital Trust Tower, Providence, RI 02903

SIXTH: Names and addresses of its directors and officers:

(Addresses must include street and number, if any)

Name	Office	Address
	Director	
	Director	
	Director	
John I. Goodwin	President	30 Tanglewood Dr., Riverside, RI
Carol A. Goodwin	Vice President	30 Tanglewood Dr., Riverside, RI
John I. Goodwin	Secretary	30 Tanglewood Dr., Riverside, RI
Carol A. Goodwin	Treasurer	30 Tanglewood Dr., Riverside, RI

(If additional space is needed, attach rider)

SEVENTH: Number of Shares authorized:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
500	Common stock		Without par value

EIGHTH: Number of Shares issued:

No. of Shares	Class	Series	Par Value or statement that shares are without par value
100	Common stock	10	Without par value

Dated: October 8 1982

GOODWIN REALTY, INC.

(Name of Corporation)

By

Title

President

(Report must be signed by an officer)

If the corporation has changed its registered office and/or its registered agent,
Form #9 must be filed. Please contact Corporation Division for information. 277-3040

Filing fee: \$15.00

1981

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE
ANNUAL REPORT
OF

GOODWIN REALTY, INC.

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is Goodwin Realty, Inc.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The address of its registered office in Rhode Island is
Five Forbes Street, East Providence, Rhode Island
and the name of its registered agent in Rhode Island at such address is
Charles J. Butterfield, 735 Hospital Trust Building

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is N/A

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is real estate

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

Name	Office	Address
	Director	
	Director	
	Director	
	Director	
	Director	
	Director	
John I. Goodwin	President	30 Tanglewood Dr., Riverside, RI
Carol A. Goodwin	Vice President	30 Tanglewood Dr., Riverside, RI
John I. Goodwin	Secretary	30 Tanglewood Dr., Riverside, RI
Carol A. Goodwin	Treasurer	30 Tanglewood Dr., Riverside, RI

SEVENTH: 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:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
500	Common Stock		Without Par Value

MAR 27 1981

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EIGHTH: 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>
100	Common Stock		Without Par Value

Dated FEB 22, 19 81 GOODWIN REALTY, INC.
(NAME OF CORPORATION)

By

John J. Spadula
President
Its President

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

**ANNUAL REPORT
OF**

GOODWIN REALTY, INC.

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is GOODWIN REALTY, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The address of its registered office in Rhode Island is
Five Forbes Street, East Providence, Rhode Island

and the name of its registered agent in Rhode Island at such address is
Charles J. Butterfield, 735 Hospital Trust Building,
Providence, Rhode Island

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is
N/A

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is
Real Estate

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

Name	Office	Address
	Director	
	Director	
	Director	
	Director	
	Director	
	Director	
John I. Goodwin	President	30 Tanglewood Dr., Riverside, R.I.
Carol A. Goodwin	Vice President	30 Tanglewood Dr., Riverside, R.I.
John I. Goodwin	Secretary	30 Tanglewood Dr., Riverside, R.I.
Carol A. Goodwin	Treasurer	30 Tanglewood Dr., Riverside, R.I.

SEVENTH: 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:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
500	Common Stock	9 1500 80	Without Par Value

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SEP 8 - 1980
SB

EIGHTH: 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>
100	Common Stock		Without Par Value

Dated *August 15*, 19 80

GOODWIN REALTY, INC.

(NAME OF CORPORATION)

By *John I. Goodwin*
John I. Goodwin
Its President

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

GOODWIN REALTY, INC.

Pursuant to the provisions of Section 7.1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is GOODWIN REALTY, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The address of its registered office in Rhode Island is
East Providence, Rhode Island

and the name of its registered agent in Rhode Island at such address is
Charles Butterfield, Jr.

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is N/A

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is To transact a general real estate agency and brokerage business.

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

Name	Office	Address
	Director	
	Director	
	Director	
	Director	
	Director	
	Director	
John I. Goodwin	President	30 Tanglewood Dr., East Providence, R.I
Carol A. Goodwin	Vice President	" " " "
" "	Secretary	" " " "
John I. Goodwin	Treasurer	" " " "

SEVENTH: 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:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
500	Common	8 30 79	No Par Value

AUG 29 1979

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5662A14*****15008L

EIGHTH: 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>
100	Common		No Par Value

Dated August 23, 19 79

GOODWIN REALTY, INC.

(NAME OF CORPORATION)

By

John J. Goodwin
Its President

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE
ANNUAL REPORT
OF

GOODWIN REALTY, INC.

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is Goodwin Realty, Inc.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The address of its registered office in Rhode Island is
Five Forbes Street, East Providence, Rhode Island
and the name of its registered agent in Rhode Island at such address is
Charles J. Butterfield, 735 Hospital Trust Bldg., Providence, RI

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is
N/A

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is real estate

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

Name	Office	Address
	Director	
	Director	
	Director	
	Director	
	Director	
	Director	
John I. Goodwin	President	30 Tanglewood Drive, Riverside, RI
Carol A. Goodwin	Vice President	30 Tanglewood Dr, Riverside, R.I.
John I. Goodwin	Secretary	30 Tanglewood Drive, Riverside, RI
Carol A. Goodwin	Treasurer	30 Tanglewood Drive, Riverside, R.I.

SEVENTH: 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:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
500	common stock	78	Without Par Value

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915A14.....1500BL

APR 6 1978
[Signature]

EIGHTH: 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>
100	common stock		Without Par Value

Dated FEB 29, 1978

GOODWIN REALTY, INC.
(NAME OF CORPORATION)

By John R. Foster
Its President

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

GOODWIN REALTY, INC.,

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is
GOODWIN REALTY, INC.

SECOND: It is incorporated under the laws of Rhode Island

THIRD: The address of its registered office in Rhode Island is
30 Tanglewood Drive, East Providence, R.I.

and the name of its registered agent in Rhode Island ~~at such address is~~
Charles Butterfield, Jr., 335 Centreville Rd., Warwick, R.I.

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is to conduct a real estate business, etc.

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

Name	Office	Address
	Director	
	Director	
	Director	
	Director	
	Director	
	Director	
John I. Goodwin	President	30 Tanglewood Dr., Riverside, R.I.
Carol A. Goodwin	Vice President	" " " " "
Carol A. Goodwin	Secretary	" " " " "
John I. Goodwin	Treasurer	" " " " "

SEVENTH: 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:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
500	Common		NPV

11/18/77

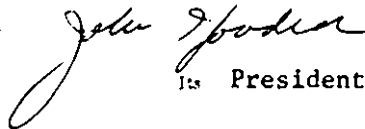
EIGHTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
100	Common		NPV

Dated 11/18, 19 77

GOODWIN REALTY, INC.
(NAME OF CORPORATION)

By


Its President

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

GOODWIN REALTY, INC.

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is

GOODWIN REALTY, INC.

SECOND: It is incorporated under the laws of R.I.

THIRD: The address of its registered office in Rhode Island is

29 Woodcrest Drive, East Providence, R.I.

and the name of its registered agent in Rhode Island at such address is

Charles Butterfield, Jr., 873 Warwick Ave., Warwick, R.I. 02888

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is to conduct a real estate business, etc.

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

Name	Office	Address
	Director	
	Director	
	Director	
	Director	
	Director	
	Director	
John I. Goodwin	President	29 Woodcrest Dr., Riverside, R.I.
Carol A. Goodwin	Vice President	" " " " "
" " "	Secretary	" " " " "
John I. Goodwin	Treasurer	" " " " "

SEVENTH: 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:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
500	Common		NPV

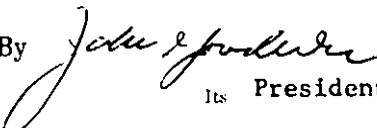
FEB 19 1976

EIGHTH: 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:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
100	Common		NPV

Dated 2/1/ , 19 76

GOODWIN REALTY, INC.
(NAME OF CORPORATION)

By 
Its President

FILED 12-76 537 15.00

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT

OF

GOODWIN REALTY, INC.

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is

GOODWIN REALTY, INC.

SECOND: It is incorporated under the laws of R.I.

THIRD: The address of its registered office in Rhode Island is

29 Woodcrest Drive, East Providence, R.I.

and the name of its registered agent in Rhode Island at such address is

Charles Butterfield, Jr., 873 Warwick Ave., Warwick, R.I., 02888

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is to conduct a real estate business, etc.

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

Name	Office	Address
	Director	
	Director	
	Director	
	Director	
	Director	
	Director	
John I. Goodwin	President	29 Woodcrest Dr., Riverside, R.I.
Carol A. Goodwin	Vice President	" " " " "
Carol A. Goodwin	Secretary	" " " " "
John I. Goodwin	Treasurer	" " " " "

SEVENTH: 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:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
500	Common		NPV

MAR 11 1975

EIGHTH: 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>
100	Common		NPV

Dated 2/1/ , 1975

GOODWIN REALTY, INC.
(NAME OF CORPORATION)

By

John P. Spader

Its President

SEC OF
18-75 STATE 491 43*****15.00

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

**ANNUAL REPORT
OF**

GOODWIN REALTY, INC.

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is
GOODWIN REALTY, INC.

SECOND: It is incorporated under the laws of R.I.

THIRD: The address of its registered office in Rhode Island is
29 Woodcrest Drive, East Providence, R.I.

and the name of its registered agent in Rhode Island at such address is
Charles Butterfield, Jr., 508 Hospital Trust Bldg., Prov., R.I. 02903

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is to conduct a real estate business, etc.

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

Name	Office	Address
	Director	
	Director	
	Director	
	Director	
	Director	
John I. Goodwin	President	29 Woodcrest Dr., Riverside, R.I.
Carol A. Goodwin	Vice President	" " " " "
" " "	Secretary	" " " " "
John I. Goodwin	Treasurer	" " " " "

SEVENTH: 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:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
500	Common		NPV

FEB 26 1974

EIGHTH: 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>
100	Common		NPV

Dated 1/7/, 19 73

GOODWIN REALTY, INC.

(NAME OF CORPORATION)

By

John L. Goodwin
Its President

WY 14-74-^{SEC. OF} STATE 209 AR*****15.00

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE
ANNUAL REPORT
OF

GOODWIN REALTY, INC.

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is

GOODWIN REALTY, INC.

SECOND: It is incorporated under the laws of R. I.

THIRD: The address of its registered office in Rhode Island is
29 Woodcrest Drive, East Providence, R.I.

and the name of its registered agent in Rhode Island at such address is
Charles Butterfield, Jr., 508 Hospital Trust Bldg., Prov., R.I. 02903

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is to conduct a real estate business, etc.

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

Name	Office	Address
	Director	
	Director	
	Director	
	Director	
	Director	
	Director	
John I. Goodwin	President	29 Woodcrest Dr., Riverside, R.I.
Carol A. Goodwin	Vice President	" " " " "
" " "	Secretary	" " " " "
John I. Goodwin	Treasurer	" " " " "

SEVENTH: 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:

Number of Shares	Class	Series	Par Value per Share or Statement that Shares are without Par Value
500	Common		NPV

FEB 1 1973

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EIGHTH: 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>
100	Common		NPV

Dated 1/5/1972

GOODWIN REALTY, INC.

(NAME OF CORPORATION)

By

John J. Foder
Its President

FEB -6-72 8:00 PM '72 15.00

Filing fee: \$15.00

To be filed annually
between January 1st and March 1st

State of Rhode Island and Providence Plantations
OFFICE OF THE SECRETARY OF STATE

ANNUAL REPORT
OF

GOODWIN REALTY, INC.

Pursuant to the provisions of Section 7-1.1-118 of the General Laws, 1956, as amended, the undersigned corporation hereby submits the following annual report:

FIRST: The name of the corporation is
GOODWIN REALTY, INC.

SECOND: It is incorporated under the laws of R. I.

THIRD: The address of its registered office in Rhode Island is
29 Woodcrest Drive, East Providence, R.I.

and the name of its registered agent in Rhode Island ~~at such address~~ is
Charles Butterfield, Jr., 508 Hospital Trust Bldg., Prov., R.I. 02903

FOURTH: If a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is

FIFTH: The character of the business in which it is actually engaged in Rhode Island, briefly stated, is to conduct a real estate business, etc.

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

Name	Office	Address
	Director	
	Director	
	Director	
	Director	
	Director	
	Director	
John I. Goodwin	President	29 Woodcrest Drive, E. Prov., R.I.
Carol A. Goodwin	Vice President	" " " " "
" " "	Secretary	" " " " "
John I. Goodwin	Treasurer	" " " " "

SEVENTH: 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>
500	Common		NPV

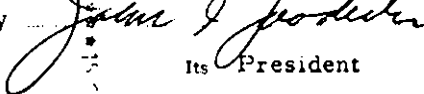
MAR 8 1972 *mx*

EIGHTH: 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>
100	Common		NPV

Dated January 10, 1972.

GOODWIN REALTY, INC.
(NAME OF CORPORATION)

By  Its President

IN-6-72 State
7-18-72