

ORIGINAL ARTICLES OF INCORPORATION

FIRST. The name of the corporation is Ocean State Planners, Inc.

SECOND. The period of its duration is (if perpetual, so state) perpetual

(OVER)

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

(a) *If only one class:* Total number of shares 600, no par common

(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 title 7 of the General Laws 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.)

FIFTH. Provisions (if any) dealing with the preemptive right of shareholders pursuant to §7-1.1-24 of the General Laws, 1956, as amended:

These Articles of Incorporation contain no provisions dealing with the preemptive right of shareholders.

SIXTH. Provisions (if any) for the regulation of the internal affairs of the corporation:

These Articles of Incorporation contain no provisions for the regulation of the internal affairs of the Corporation.

SEVENTH. The address of the initial registered office of the corporation is
20 Washington Place, Providence, Rhode Island 02903 (add Zip Code)
and the name of its initial registered agent at such address is:
Russell R. Sicard

EIGHTH. The number of directors constituting the initial board of directors of the corporation is two (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 §7-1.1-51 of the General Laws, 1956, as amended, state the name(s) and address(es) of the officers of the corporation)

Name	Address
Russell R. Sicard	20 Washington Place, Providence, RI
Gary R. Pannone	20 Washington Place, Providence, RI

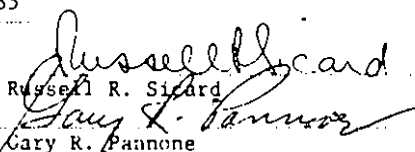
NINTH. The name and address of each incorporator is:

Name	Address
Russell R. Sicard	20 Washington Place, Providence, RI
Gary R. Pannone	20 Washington Place, Providence, RI

TENTH. Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation):

upon filing June 3, 1985

Dated May 29, 1985


Russell R. Sicard
Gary R. Pannone

STATE OF RHODE ISLAND } City
COUNTY OF Providence } In the ~~XXXX~~ } of Providence

in said county this 29th day of May, A.D. 1985

then personally appeared before me Russell R. Sicard and Gary R. Pannone

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.

Patricia Ann Greco
Notary Public

01267

CF11 110.00
CHK 110.00
06/03/85 PAID 03034031

JUN 3 1985

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