

Filing Fee: \$150.00



State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE
CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RI 02903-1335

Corp. I.D. # 92268

BUSINESS CORPORATION

ARTICLES OF INCORPORATION

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:

FIRST: The name of the corporation is SOUTHERN RHODE ISLAND APPRAISAL COMPANY, INC.

(A close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended) (strike if inapplicable)

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

THIRD: The purpose or purposes for which the corporation is organized are:

To do real estate appraisals and to transact any and all other lawful business for which corporations may be incorporated under Chapter 7-1.1 of the General Laws of Rhode Island, 1956, as amended.

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

(a) *If only one class:* Total number of shares 1,000 Shares No 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 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:

The preemptive rights set forth in Section 7-1.1-24 of the General Laws are denied to the shareholders.

SIXTH. Provisions (if any) for the regulation of the internal affairs of the corporation: Any action-excepting actions pursuant to Section 7-1.1-67, 7-1.1-67, 7-1.1-70.1 or 7-1.1-72 of the Rhode Island General Laws-- required or permitted to be taken at a meeting of shareholders may be taken without a meeting, without prior notice and without a vote if consented to in writing by the holders of outstanding shares having at least the minimum number of votes necessary to authorize or ratify such action if taken at a meeting at which all shares entitled to vote were present holders who would have been entitled to vote upon such action if a meeting of shareholders were held.

The corporation may be dissolved at any time upon an affirmative vote of the holders of 50 percent or more of the shares of the corporation.

The sale, transfer or other disposition of shares in the corporation is restricted in accordance with the provisions of the By-Laws of the corporation.

SEVENTH: The address of the initial registered office of the corporation is 133 Old Tower Hill Road, Wakefield, RI 02879 (add Zip Code)

and the name of its initial registered agent at such address is: Martha Day

Martha Day

Signature of registered agent

EIGHTH: The number of directors constituting the initial board of directors of the corporation is One (1) 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
Edward A. Caswell, Jr.	66 Main Street, Wakefield, RI 02879

NINTH: The name and address of each incorporator is:

Name	Address
Martha Day	133 Old Tower Hill Road, Wakefield, RI

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

Upon filing

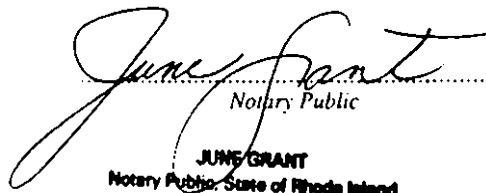
Dated November 18, 19 96

Martha Day

Signature of each incorporator

STATE OF RHODE ISLAND } /City/
COUNTY OF Washington } In the } of South Kingstown
Town }
in said County this 15th day of November, A.D. 1996
then personally appeared before me Martha Day

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.


Notary Public
JUNE GRANT
Notary Public, State of Rhode Island
Commission Expires 6/19/97