



**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**

**ORIGINAL 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:

1. The name of the corporation is Joseph J. Kenney Electrical Contractor, 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:

SEE EXHIBIT A ATTACHED HERETO

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

(a) If only one class: Total number of shares 4,000 (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.):

common stock, 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 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:

not applicable

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

SEE EXHIBIT B ATTACHED HERETO

7. The address of the initial registered office of the corporation is 145 Phenix Avenue

(Street)

Cranston

RI

02920

(City/Town)

(Zip Code)

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

R. Raymond Greco, Esquire

8. The number of directors constituting the initial board of directors of the corporation is 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 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.)

Title

Name

Address

Director

Joseph J. Kenney

14 Knollcrest Dr., Cumberland, RI 02864

9. The name and address of each incorporator is:

Name

Address

R. Raymond Greco

145 Phenix Ave., Cranston, RI 02920

Michele S. Franco

145 Phenix Ave., Cranston, RI 02920

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

Dated October 6, 19 97

**FILED**

OCT 6 1997

STATE OF RHODE ISLAND  
COUNTY OF PROVIDENCE

Signature of each Incorporator

In Cranston, on this 6th day of October, 19 97, personally appeared before me R. Raymond Greco and Michele S. Franco, 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.

James B. Arthur  
Notary Public

My Commission Expires: 7/26/98

## **EXHIBIT A**

To acquire by purchase, lease or otherwise and to own, operate and maintain a business for the purpose of an electrical contractor including, without limitation, to design, devise, invent, manufacture, install, remove, repair, inspect, report upon, buy, sell, handle, and deal in machinery, plants, apparatus, appliances, accessories, equipment, supplies, and means and materials, of all kinds, for the generation, production, transmission, transformation, accumulation, storage, distribution, supplying, application and utilization of electricity for all purposes. To solicit, bid for, enter into, and perform contracts for the doing of electrical work and the furnishing of electrical machinery, appliances, accessories, materials and supplies of all kinds. To do all of the foregoing and any and all activities necessary or desirable in connection with any of the foregoing, or in any way ancillary or related thereto and all other lawful business for which a corporation may be formed under the General Laws of the State of Rhode Island (excepting banking and insurance).

## **EXHIBIT B**

The corporation reserves the right to adopt applicable pre-emptive rights by means of stock purchase, stock restriction and/or stock redemption agreements as may from time to time be executed. In the absence of any such agreement, said corporation shall have the right in case of the sale or other transfer (including gifting) of shares of stock of any stockholder to purchase said shares at the lowest price at which said stockholder is willing to sell or transfer said shares before the same shall be sold or otherwise transferred by him to any other party; provided, however, that said corporation shall exercise its right to purchase within thirty (30) days after the stockholder shall have notified it in writing of his desire to sell or otherwise transfer said shares and the price at which he is willing to sell or otherwise transfer said shares, and if the corporation shall elect to purchase said shares such stockholder shall, upon tender of the purchase price thereof, transfer to the corporation the shares so sold, and if the corporation shall not elect to purchase said shares within said thirty (30) days, then such stockholder may, at any time within twenty (20) days after the expiration of said thirty (30) days, sell or otherwise transfer said shares to any other party but at not less than the price at which the same were offered to this corporation.