

Filing and License Fee: \$310.00 minimum

ID Number:

145271



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Matthew A. Brown

Corporations Division

100 North Main Street

Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the state of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is Cambridge Valve & Fitting, Inc.
2. It is incorporated under the laws of Massachusetts
3. The name, if different, which it elects to use in Rhode Island is:
 - (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

 - (b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is December 15, 2004 and the period of its duration is Perpetual
5. The address of its principal office in the state or country under the laws of which it is incorporated is 50 Manning Road
Billerica, MA 02821
6. The address of its proposed registered office in Rhode Island is 86 Smith Street
(Street Address, not P.O. Box)
Lincoln, RI 02865 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is Paul Theriault
(Name of Agent)

7. The specific purpose or purposes, which it proposes to pursue in the transaction of business in Rhode Island are:

Valve distribution and any other lawful purpose as permitted under RIGL 7-1.1-3

8. The names and respective addresses of the directors and officers are:

	<u>Name</u>	<u>Address</u>
Director	<u>Brian Cadagan</u>	<u>50 Manning Road, Billerica, MA 01821</u>
Director	<u>John P. Cadagan, Jr.</u>	<u>50 Manning Road, Billerica, MA 01821</u>
President	<u>Brian Cadagan</u>	<u>50 Manning Road, Billerica, MA 01821</u>
Vice President	<u>None</u>	
Treasurer	<u>Brian Cadagan</u>	<u>50 Manning Road, Billerica, MA 01821</u>
Secretary	<u>Brian Cadagan</u>	<u>50 Manning Road, Billerica, MA 01821</u>

See Exhibit A for add'l directors

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9. 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 or Statement that Shares are without Par Value
275,000	Common		No par value

10. 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 or Statement that Shares are without Par Value
10,000	Common		No par value

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 5,000,000.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 100,000.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 2.0 %. [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 22,000,000.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 1,300,000.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 5.9 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: 1-14-05

Cambridge Valve & Fitting, Inc.

Print Exact Name of Corporation Making Application

By Brian E. Cadogan
☒ President or ☐ Vice President (check one)

By Brian E. Cadogan AND
☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF MASSACHUSETTS
COUNTY OF MIDDLESEX

In BILLERICA, on this 14TH day of JANUARY, 2005, before me personally appeared BRIAN E. CADOGAN who, being duly sworn, declared that he is the OWNER of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.

Carol Lee Councilman
Notary Public
My Commission Expires: 12/03/2010

Exhibit A

Cambridge Valve & Fitting, Inc.

Additional Directors:

John P. Cadagan III
50 Manning Road
Billerica, MA 01821

M. Lois Blair
50 Manning Road
Billerica, MA 01821

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COMMONWEALTH OF MASSACHUSETTS

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

Articles of Organization
(General Laws, Chapter 156D)

I hereby certify that upon examination of these Articles of Organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$275 having been paid, said articles are deemed to have been filed with me this 15 day of December 20 07 at 3:56 a.m./p.m.
time

911764

Effective date: _____
(must be within 90 days of date submitted)

SECRETARY OF STATE
RECEIVED
DEC 15 11 38:55
CORPORATION DIVISION

[Signature]
Examiner
[Signature]
Notary approval
C
M

[Signature]
WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

Filing fee: \$275.00 for up to 275,000 shares plus \$100 for each additional 100,000 shares or any fraction thereof.

TO BE FILLED IN BY CORPORATION
Contact Information:

Matthew D. Hanaghan, Esq.
Nutter, McClennen & Fish LLP, World Trade Center West
155 Seaport Boulevard, Boston, MA 02210

Telephone: 617-439-2000
Email: _____

A TRUE COPY ATTEST
[Signature]
WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH
12/25/07 CLERK

A copy of this filing will be available on-line at www.sec.state.ma.us/cor once the document is filed.