

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

Corp. I.D. #

74273

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:

FIRST. The name of the corporation is BARBARI REALTY, INC. *ol*

(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 engage in the business of buying and selling real estate; to rent and lease real estate; to otherwise manage real estate.

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FOURTH. The aggregate number of shares which the corporation shall have authority to issue is: 600 No Par Common

(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 N/A

(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:

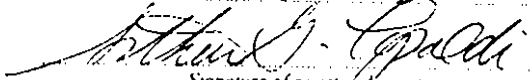
Said corporation shall have the right in case of any sale of shares of stock of any stockholder to purchase said shares at the lowest price at which said stockholder is willing to sell before the same shall be sold by him to any other party; provided, however, that said corporation shall exercise its right to purchase within thirty (30) days after the stockholder shall have notified it in writing of his desire to sell said shares and the price at which he is willing to sell, and if the corporation shall decide 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 the said thirty (30) days, then such stockholder may, at any time within twenty (20) days after the expiration of said thirty (30) days, sell said shares to any other party but at not less than the price at which the same were offered to this corporation. This provision may be changed at any time by agreement between the stockholders and the corporation.

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

The corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a director or officer of the corporation from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter been a director or officer of the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or admitted by him as such director or officer and shall reimburse each such person for all legal and other expenses reasonably incurred by him in connection with any such claim or liability; provided, however, that no such person shall be indemnified against or be reimbursed for any expense incurred in connection with any claim or liability arising out of his own negligence or willful misconduct.

SEVENTH. The address of the initial registered office of the corporation is
1035 Main Street, Coventry, R.I. 02816 (add Zip Code)
and the name of its initial registered agent at such address is:

Arthur G. Capaldi, Esq.


Signature of registered agent

EIGHTH. The number of directors constituting the initial board of directors of the corporation is 3 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
Ivy M. Darigan	11 Black Walnut Drive, Coventry, R.I. 02816
Kelly Ritarossi	8 Jennifer Lane, Coventry, R.I. 02816
Lois M. Benjamin	18 Contentment Drive, Coventry, R.I. 02816

NINTH. The name and address of each incorporator is:

Name	Address
Arthur G. Capaldi	1035 Main Street, Coventry, R.I. 02816

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

Dated October 11, 1993


Signature of each incorporator

STATE OF RHODE ISLAND

COUNTY OF Kent

} In the ~~City~~
Town

} of Coventry

in said county this 11th day of October, A.D. 1993

then personally appeared before me Arthur G. Capaldi

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.

Jean A. Boulanger
Notary Public
Notary Public

JEAN A. BOULANGER
NOTARY PUBLIC
STATE OF RHODE ISLAND
MY COMMISSION EXPIRES
7-7-95