

Filing fee: \$150.00
License fee: \$15.00 minimum
(Section 7-1.1-124)



State of Rhode Island and Providence Plantations

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

Corp. I.D. # 96976

APPLICATION FOR CERTIFICATE OF AUTHORITY OF

W. E. CREAMER ASSOCIATES INC.

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned 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:

FIRST: The name of the corporation is W. E. CREAMER ASSOCIATES INC.

SECOND: The name which it elects to use in Rhode Island is W. E. CREAMER ASSOCIATES, INC.

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island)

THIRD: It is incorporated under the laws of MASSACHUSETTS

FOURTH: The date of its incorporation is 11-14-94 and the period of its duration is CONTINUING WITHOUT INTERRUPTION

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 35 HIGHLAND CIRCLE, NEEDHAM, MA 02194

SIXTH: The address of its proposed registered office in Rhode Island is 125 DYER PROVIDENCE, RI 02903 and the name of its proposed registered agent in Rhode Island at that address is C. T. CORPORATION SYSTEMS

Walter E. Creamer 9-22-97
Signature

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are

SALES REPRESENTATIVES FOR HVAC PRODUCT MANUFACTURERS.

FILED

SEP 26 1997

By [Signature]

191800

EIGHTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
WARREN E. CREAMER III	Director	35 HIGHLAND CIRCLE, NEEDHAM, MA
MICHAEL W. FARGO	Director	SAME AS ABOVE
	Director	
WARREN E. CREAMER III	President	SAME AS ABOVE
	Vice President	
WARREN E. CREAMER III	Secretary	SAME AS ABOVE
WARREN E. CREAMER III	Treasurer	SAME AS ABOVE

NINTH: 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 per Share or Statement that Shares are without Par Value
200,000	Common	—	NO par value

TENTH: 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 per Share or Statement that Shares are without Par Value
340	Common	—	NO par value

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 10,000.00

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 0

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 2,500,000.00

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode island during such year is \$ 4,00,000.00

FIFTEENTH: This application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated....., 19.....

W. E. CREAMER ASSOCIATES, INC.
[Exact Corporate Name of corporation Making Application]

By Warren E Creamer 9-22-97
Its President
and Warren E Creamer 9-22-97
Its Secretary

STATE OF MA
COUNTY OF NORFOLK } Sc.

AT Hingham - Norham in said County on the Norfolk 22 day
of SEPT 1997, before me personally appeared WARREN E
CREAMER III, who being by me first duly sworn, declared that
he/she is the PRES of W. E. CREAMER ASSOC. INC.
that he/she signed the foregoing document as such PRESIDENT of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Dale E. Haggan
Notary Public 9/21/2001

181549

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION

GENERAL LAWS, CHAPTER 156B, SECTION 12

I hereby certify that, upon an 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 \$200 having been paid, said articles are deemed to have been filed with me this day of.

NOVEMBER 14th 1994

Effective date

Michael Joseph Connolly
MICHAEL J. CONNOLLY
Secretary of State

FILING FEE: 1/20 of 1% of the total amount of the authorized capital stock with par value, and one cent a share for all authorized shares without par value, but not less than \$150 General Laws, Chapter 156B. Shares of stock with a par value less than one dollar shall be deemed to have par value of one dollar per share.

A TRUE COPY ATTEST

William Francis Galvin
WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH
DATE 9.8.97 CLERK *V...*

PHOTOCOPY OF ARTICLES OF ORGANIZATION TO BE SENT

John S. Reidy, Esquire

45 Braintree Hill Office Park, Suite 107

Braintree, MA 02184

Telephone: (617) 356-3535