

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. #

75680

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 THOMPSON RESOURCES LIMITED

(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:

1. EDUCATIONAL AND HUMAN SERVICE CONSULTING TO INCLUDE THE FOLLOWING SERVICES :

1. TESTING AND GUIDANCE SERVICES

2. INDIVIDUAL AND GROUP GUIDANCE AND COUNSELING

3. VOCATIONAL COUNSELING

4. CASE MANAGEMENT

2. CONSULTING IN THE MARKETING AND SALES OF EDUCATIONAL AND HUMAN SERVICE MATERIALS AND PROGRAMS.

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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 ... 8000

(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.)

NO 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:

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

SEVENTH. The address of the initial registered office of the corporation is
189 FOREST AVENUE, CRANSTON, RHODE ISLAND 02910 (add Zip Code)
and the name of its initial registered agent at such address is:

CLAIRE DOROTHY THOMPSON

Claire Dorothy Thompson
Signature of registered agent

EIGHTH. 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 §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
<u>CLAIRE DOROTHY THOMPSON</u>	<u>189 FOREST AVENUE, CRANSTON, R.I. 02910</u>

NINTH. The name and address of each incorporator is:

Name	Address
<u>CLAIRE DOROTHY THOMPSON</u>	<u>189 FOREST AVENUE, CRANSTON, R.I. 02910</u>

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

FEBRUARY 4, 1994

Dated February 4, 1994

Claire Dorothy Thompson
Signature of each incorporator

STATE OF RHODE ISLAND } In the ^{City} of Providence
COUNTY OF Providence } Town
in said county this 4th day of February, A.D. 1994
then personally appeared before me Clair D. Thompson

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.

Andrea M. Latoro
Notary Public
8/21/95

FILED
FEB 21 1995
CLERK OF SUPERIOR COURT
PROVIDENCE, R.I.