

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 02903-1335

Corp. I.D. # 92980

BUSINESS CORPORATION

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 LAUREL FOOD AND BEVERAGE, INC.

(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:

Own and operate a retail food and beverage facility, including alcoholic beverages, for sale to the public and any other lawful purpose.

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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 100 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

(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:

The sale or transfer of stock held by any shareholder shall be subject to the following provisions:

A shareholder desiring to dispose of or transfer his/her stock, as aforesaid, shall first offer such stock for sale to the corporation, at the lowest price at which he/she is willing to sell the same. If for any reason the corporation is unable to or fails to purchase such stock, such stock shall be offered to the other shareholders of record in proportion to the number of shares they hold for a period of thirty(30) days, at a price no lower than that at which it was first offered to the corporation. If the remaining shareholders shall elect not to purchase said stock, the shareholder shall be at liberty to sell his/her stock to any other party at a price not less than the price at which it was first offered to the corporation and to the remaining shareholders. This Section shall also apply to gifts, sales or transfers by a stockholder to members of his/her immediate family.

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

The said common stock without par value of this corporation may be issued for cash, personal and real property, tangible or intangible property or other consideration as may be fixed by a majority of the stockholders.

SEVENTH: The address of the initial registered office of the corporation is
85 BEACH STREET, WESTERLY, RI 02891 (add Zip Code)
and the name of its initial registered agent at such address is:
MICHAEL P. LYNCH, ESQ.


Signature of registered agent

EIGHTH: The number of directors constituting the initial board of directors of the corporation is 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
JOSEPH A. VIDETTA, President	Nine Partridge Way, Canton, MA 02021
JOSEPH A. VIDETTA, V. President	Nine Partridge Way, Canton, MA 02021
JOSEPH A. VIDETTA, Treasurer	Nine Partridge Way, Canton, MA 02021
JOSEPH A. VIDETTA, Secretary	Nine Partridge Way, Canton, MA 02021

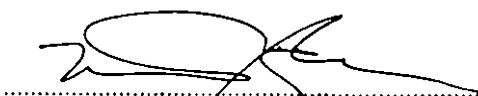
NINTH: The name and address of each incorporator is:

Name	Address
MICHAEL P. LYNCH, ESQ.	85 Beach Street, Westerly, RI 02891

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

Upon the filing of these Articles of Incorporation

Dated 1/4, 19 97


Signature of each incorporator

STATE OF RHODE ISLAND

COUNTY OF ~~WASHINGTON~~

In the

Town

of

~~WEST~~ *WEST*

in said County this

6th

day of

January

, A.D. 19 *97*

then personally appeared before me

MICHAEL P. LYNETT

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.

Sharon D. Kenyon
Sharon D. Kenyon Notary Public
My Commission Expires 1-14-97