

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-1.1-124)

Corporate ID _____

APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF

Avalon Industries, 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 Avalon Industries, INC.

SECOND: The name which it elects to use in Rhode Island is Avalon Industries, 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 June 23, 1988 and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 80 Avalon Road, Newton, MA 02168

SIXTH: The address of its proposed registered office in Rhode Island is Suite 3A, 101 Dyer Street, Providence 02903 and the name of its proposed registered agent in Rhode Island at that address is The Prentice-Hall Corporation System, Inc.

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

To manufacture, distribute and sell industrial safety and related products and to engage in any other business permitted by law.

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

<u>Name</u>	<u>Office</u>	<u>Address</u>
Norman E. Bernson	Sole Director	80 Avalon Road, Newton, MA 02168
	Director	
	Director	
Norman E. Bernson	President	80 Avalon Road, Newton, MA 02168
	Vice President	
	Secretary	
	Treasurer	
	and	
	Clerk	

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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
300,000	Common		\$.01

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:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
100	Common		\$.01

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 1,250,000*

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 \$ 0.

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 \$ 0.

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.

*property owned is a general partner interest in a partnership which does business in Rhode Island.

Dated _____, 19 _____

Avalon Industries, Inc.
[Exact Corporate Name of Corporation Making Application]

By 
Its President and Clerk
~~X~~ ~~X~~
Its ~~Secretary~~

STATE OF _____ }
COUNTY OF _____ } Sc.

At _____ in said County on the _____ day
of _____ 19 _____, before me personally appeared _____
_____, who being by me first duly sworn, declared that
he is the _____ of _____,
that he signed the foregoing document as such _____ of the
corporation, and that the statements therein contained are true.


Notary Public

(NOTARIAL SEAL)

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#1 MR 6801

✓ 47784
MR



The Commonwealth of Massachusetts

OFFICE OF THE MASSACHUSETTS SECRETARY OF STATE
MICHAEL J. CONNOLLY, Secretary
ONE ASHBURTON PLACE, BOSTON, MASSACHUSETTS 02108

ARTICLES OF ORGANIZATION

(Under G.L. Ch. 156B)

ARTICLE I

The name of the corporation is:

Avalon Industries, Inc.

ARTICLE II

The purpose of the corporation is to engage in the following business activities:

To manufacture, distribute and sell industrial safety and related products and to engage in any other business permitted by law.

To acquire, hold, dispose of, buy, sell, underwrite, handle on commission and otherwise deal in stocks, shares, bonds, notes and obligations of and interests in corporations, joint-stock companies, trusts, associations, partnerships, firms or persons and all forms of public and municipal securities of this or any other country, or any right or interest therein, and while owner thereof, to exercise all rights, powers and privileges of ownership in the same manner and to the same extent that an individual might.

To acquire, hold, use, construct, maintain and dispose of buildings, plants, factories, mills, machinery, works and all other real and personal property, tangible or intangible, of whatever kind and wherever situated, or any right or interest therein for the purposes of the foregoing businesses, and as a going business or otherwise, all or any part of the assets of any corporation, joint-stock company, trust, association, firm or person, and in such cases to assume all or any part of its or his liabilities.

To engage in, transact and carry on any or all of the above businesses or any other business or activity necessary or convenient for or incidental to any or all of the foregoing or which can advantageously be conducted in connection therewith, and to engage in, transact and carry on any business or activity which a business corporation organized under the provisions of Chapter 156B of the General Laws of Massachusetts may lawfully engage in, transact or conduct.

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R.A.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x 11 sheets of paper leaving a left hand margin of at least 1 inch. Additions to more than one article may be continued on a single sheet so long as each article requiring each such addition is clearly indicated.

P.C.

275607

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 \$ 150.00 having been paid, said articles are deemed to have been filed with me this 23rd day of June

19 88

Effective date

Michael J. 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.

PHOTOCOPY OF ARTICLES OF ORGANIZATION TO BE SENT

Barry B. White, Esquire
Foley, Hoag & Eliot

One Post Office Square

Boston, MA 02109

Telephone: (617) 482-1390

A TRUE COPY ATTEST

Michael Joseph Connolly

MICHAEL JOSEPH CONNOLLY
SECRETARY OF STATE

DATE *7/24/88* CLERK *ES*