



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

**BUSINESS CORPORATION**

**ARTICLES OF INCORPORATION**

(To Be Filed In Duplicate Original)

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:

1. The name of the corporation is Vine Street Studios, Inc.

(This is a close corporation pursuant to § 7-1.1-51 of the General Laws, 1956, as amended.) ~~(Strike if inapplicable)~~

2. The period of its duration is (if perpetual, so state) perpetual

3. The specific purpose or purposes for which the corporation is organized are:

Purpose is to purchase, construct and rehabilitate property and for  
the transaction of any or all other lawful business for which corporations  
may be incorporated under Chapter 7-1.1 of the General Laws, 1956, as  
amended.

4. The aggregate number of shares which the corporation shall have authority to issue is:

(a) If only one class: Total number of shares 1000 (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.):

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 Chapter 7-1.1 of the General Laws, 1956, as amended, 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.):

5. Provisions, if any, dealing with the preemptive right of shareholders pursuant to § 7-1.1-24 of the General Laws, 1956, as amended:

No provisions

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**FILED**

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6. Provisions, if any, for the regulation of the internal affairs of the corporation:

No shareholder of this corporation shall sell or transfer his shares of stock until  
such shares shall first have been offered for sale to this corporation at a price not greater  
than that made the offeror by a bona fide bidder for such shares. Failure to purchase said  
shares within 90 days by the corporation shall constitute a rejection of the offer and the  
offeror shall be free to dispose of said shares as he shall see fit.

7. The address of the initial registered office of the corporation is 22 Spencer Avenue

Warwick, RI 02818 and the name of its initial registered agent  
(City/Town) (Zip Code)  
at such address is Sean A. Webster  
(Name of Agent)

8. The number of directors constituting the initial board of directors of the corporation is 0 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 Section 7-1.1-51 of the General Laws, 1956, as amended, and there shall be no board of directors, state the titles of the initial officers of the corporation and the names and addresses of the persons who are to serve as officers until the first annual meeting of shareholders or until their successors be elected and qualify.)

<u>Title</u>	<u>Name</u>	<u>Address</u>
<u>President</u>	<u>Sean A. Webster</u>	<u>22 Spencer Ave., Warwick, RI 02818</u>
<u>Vice President</u>	<u>Nicole K. Webster</u>	<u>22 Spencer Ave., Warwick, RI 02818</u>
<u>Secretary</u>	<u>Sean A. Webster</u>	<u>22 Spencer Ave., Warwick, RI 02818</u>
<u>Treasurer</u>	<u>Nicole K. Webster</u>	<u>22 Spencer Ave., Warwick, RI 02818</u>

9. The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>Diana E. Pearson, Esq.</u>	<u>378 Main St., P.O. Box 178, E. Greenwich</u> <u>RI 02818</u>

10. Date when corporate existence is to begin upon the filing of these Articles Of Incorporation  
(not prior to, nor more than 30 days after, the filing of these articles of incorporation)

Date: 12/2/99

Diana Pearson

Signature of each Incorporator

STATE OF Rhode Island  
COUNTY OF Kent

In East Greenwich, on this 2 day of December, 1999, personally  
appeared before me Diana E. Pearson,  
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.

Alice LaSalandra  
Notary Public  
My Commission Expires: 01/12/03