

Filing and License Fee: \$310.00 minimum

ID Number: 139886



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Matthew A. Brown

Corporations Division

100 North Main Street

Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY  
(To Be Filed In Duplicate Original)

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

1. The name of the corporation is New England Electrical Systems, Inc.
2. It is incorporated under the laws of Massachusetts
3. The name, if different, which it elects to use in Rhode Island is:
  - (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

- (b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is 2-9-04 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 79 Edsel Rd, Littleton, MA 01460

6. The address of its proposed registered office in Rhode Island is 100 Westminster Rd, Suite 900, Providence, RI 02910-3003 (Street Address, not P.O. Box)

and the name of its proposed registered agent in Rhode Island at

that address is Corporate Service Company, Inc. & Associates (Name of Agent)

7. The specific purpose or purposes, which it proposes to pursue in the transaction of business in Rhode Island are:

To be an electrical Contracting Company for residential, commercial and industrial customers for both new and renovation type projects. The company will perform both interior and exterior electrical work.

8. The names and respective addresses of the directors and officers are:

	Name	Address
Director		
Director		
President	<u>Dawn Crosby</u>	<u>79 Edsel Rd, Littleton MA</u>
Vice President	<u>Daniel Wasner</u>	<u>82 Ridge Rd Foxboro MA</u>
Treasurer	<u>Theresa Crosby</u>	<u>79 Edsel Rd Littleton, MA</u>
Secretary	<u>Dawn Wasner</u>	<u>82 Ridge Road Foxboro, MA</u>

MAY 04 2004

By MJ9955

FILED

9. 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 or Statement that Shares are without Par Value
200,000	Common		\$ .07

10. 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 or Statement that Shares are without Par Value
90,000	Common		\$ 900.00

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 50,000.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ -0-.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is -0- %. [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 750,000.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 250,000.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 33 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: 4/15/2004

New England Electrical Systems, Inc.  
Print Exact Name of Corporation Making Application

By [Signature]  
☐ President or ☒ Vice President (check one)

By Daniel Warner AND  
☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF Massachusetts  
COUNTY OF Norfolk

In FOXBOROUGH, MA, on this 15th day of April, 2004, before me personally appeared DANIEL E. WARNER who, being duly sworn, declared that he/she is the VICE PRESIDENT of the above-named entity and that he/she signed the foregoing document as such authorized agent, and that the statements herein contained are true.

Geraldine Gousie  
Notary Public  
My Commission Expires: 5  
Geraldine Gousie  
Notary Public  
My Comm. Expires: 8/8/2006



Commonwealth of Massachusetts

Department of Revenue

Taxpayer Service Division

Certificate Unit

P.O. Box 7066

Boston, MA 02204

March 12, 2004

NEW ENGLAND ELECTRICAL SYSTEMS, INC.

95A RUSSELL STREET

LITTLETON, MA 01460

## CERTIFICATE OF GOOD STANDING

It is hereby certified by the Commissioner of Revenue of the Commonwealth of Massachusetts as of the above date, that the above named corporation is a domestic corporation organized in Massachusetts on February 11, 2004 and that said corporation is in good standing with respect to any and all returns due and taxes payable to the Commonwealth under General Laws, Chapter 62C, and the statutes referred to in Section 2 thereof.

This certificate does not certify the corporation's standing as to unemployment insurance taxes under G.L.Ch. 151a or taxes under any other provisions or law.

No. 90475

*Chasity H. Taylor Jr.*

By

Manager,  
Automated Systems Bureau

THIS IS NOT A WAIVER OF LIEN ISSUED UNDER GENERAL LAWS, CHAPTER 62C, SECTION 52, AND CANNOT BE USED FOR SUCH PURPOSE.

5066 - 115510

Alan LeBovidge  
Commissioner

D

**The Commonwealth of Massachusetts**

**William Francis Galvin**

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

**ARTICLES OF ORGANIZATION**

(General Laws, Chapter 156B)

**ARTICLE I**

The exact name of the corporation is:

**NEW ENGLAND ELECTRICAL SYSTEMS, INC.**

**ARTICLE II**

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

To be an electrical contracting company for residential, commercial,  
and industrial customers for both new and renovation type projects.

The company would perform both interior and exterior electrical work.

Further, to otherwise engage in any business or transaction permitted  
business corporations organized under Chapter 156B of the Massachusetts  
General Laws.

See Continuation Sheet IIA attached hereto and made a part hereof.

C ☐  
P ☒  
M ☐  
R.A. ☒

P.C.

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

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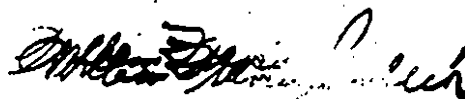
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THE COMMONWEALTH OF MASSACHUSETTS

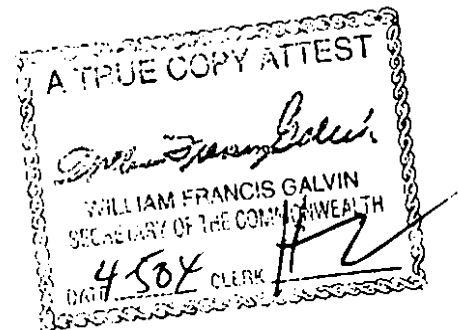
ARTICLES OF ORGANIZATION  
(General Laws, Chapter 156B)

I hereby certify that, upon 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 \$ 272.00 having been paid, said articles are deemed to have been filed with me this 17th day of February 20 04.

Effective date: \_\_\_\_\_



**WILLIAM FRANCIS GALVIN**  
*Secretary of the Commonwealth*



**FILING FEE:** One tenth of one percent of the total authorized capital stock, but not less than \$275.00. For the purpose of filing, shares of stock with a par value less than \$1.00, or no par stock, shall be deemed to have a par value of \$1.00 per share.

**TO BE FILLED IN BY CORPORATION**

**Contact Information:**

John S. Davagian, II, Esq.  
DAVAGIAN & ASSOCIATES  
365 Boston Post Road, Suite # 200  
Sudbury, MA 01776-3023

Telephone: ( 978 ) 443 - 3773

Email: jsdavagian@jsdlawgroup.com

A copy this filing will be available on-line at [www.state.ma.us/sec/cor](http://www.state.ma.us/sec/cor) once the document is filed.

SECRETARY OF STATE  
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CORPORATIONS DIVISION

## MEETING OF INCORPORATORS

The first meeting of the incorporators of New England Electrical Systems, Inc. was held at the office of Davagian & Associates in Sudbury, Massachusetts on the 9<sup>th</sup> day of February, 2004; pursuant to an agreement of all of the incorporators fixing said time and place.

The following incorporators were present in person, the same being all the incorporators of the company.

<u>Names</u>	<u>Number of Shares</u>
Dana Crosby	45,000
Daniel Warner	45,000

On motion made and seconded it was **Voted** to adopt the attached bylaws.

On motion made and seconded it was **Voted** that the following shall serve as Directors of the Corporation until the first Annual General Meeting of the Corporation:

Daniel Warner, Chair

Dana Crosby

Theresa Crosby

Dawn Warner

On motion made and seconded it was **Voted** that the following shall serve as Officers of the Corporation until the first Annual General Meeting of the Corporation:

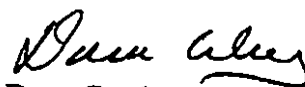
Dana Crosby, President

Daniel Warner, Vice President

Theresa Crosby, Treasurer

Dawn Warner, Clerk

Duly recorded,



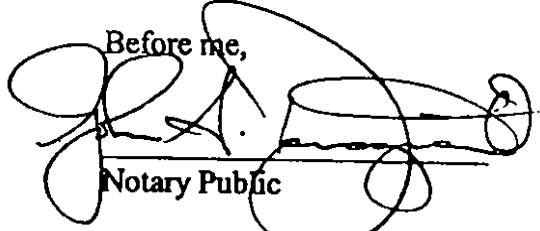
Dana Crosby  
Temporary Clerk

**COMMONWEALTH OF MASSACHUSETTS**

Middlesex, SS.

February 9, 2004

Personally appeared Dana Crosby, and made oath that he would faithfully discharge the duties of Temporary Clerk of New England Electrical Systems, Inc.

Before me,  
  
Notary Public

JOHN S. DAVAGIAN, II  
Notary Public  
Commonwealth of Massachusetts  
Commission Expires  
October 3, 2008