

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. # 91986

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 Recyclable Enterprise Plastics, 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:

The processing of scrap products for the purpose of recovery & recycling of plastics; other means of recovery & recycling of scrap plastics; the brokerage and sales of plastics and other raw materials used in manufacturing; pay other lawful business including the purchase & sale of real estate.

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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 1,000
(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:

The corporation shall have the right, in the case of the sale of shares of stock of any shareholder, to purchase said shares at the lowest price which the stockholder is willing to sell to any other party in a bonafide transaction before the same shall be sold by him to any other party; provided, however, that the corporation shall exercise its right to purchase within twenty (20) days after the stockholder shall have notified it in writing of his desire to sell said shares. If the corporation shall decide to purchase said shares, such stockholder shall upon tender of the purchase price thereof, transfer to the corporation the shares so sold; and if the corporation shall not elect to purchase said shares within the said twenty (20) days, then the stockholder may at any time within thirty (30) days after the expiration of said twenty (20) days, transfer said shares to any other party at not less than the price and terms at which the same were offered to the corporation.

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

The corporation may, from time to time, distribute to its shareholders, directly or through purchase of its own shares, a portion of its assets in cash or property out of the unreserved and unrestricted capital surplus of the corporation under the provisions of 7-1, 1-41 and 1-51.

The corporation shall have the power to indemnify any person who was or is a party to a suit or proceeding, civil or criminal, under provisions of 7-1, 1-4.1.

SEVENTH: The address of the initial registered office of the corporation is 607 Great Rd., No. Smithfield, RI 02896 (add Zip Code) and the name of its initial registered agent at such address is: Robert Chamberland

Signature of registered agent

EIGHTH: The number of directors constituting the initial board of directors of the corporation is THREE 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.)

Table with 2 columns: Name, Address. Rows include William J. Mulligan, Michael J. Mulligan, and Brian E. Mulligan with their respective addresses in Lincoln and Harrisville, RI.

NINTH: The name and address of each incorporator is:

Table with 2 columns: Name, Address. Row includes Robert Chamberland with address 607 Great Rd., No. Smithfield, RI 02896.

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

November 1st, 1996

Dated October 25th, 19 96

Signature of each incorporator

STATE OF RHODE ISLAND

City

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In the

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Town

of ...NORTH SMITHFIELD.....

COUNTY OF

in said County this25th..... day of ...October....., A.D. 1926.....

then personally appeared before me

Robert Chamberland

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.

Cassance M. Lockard

Notary Public 7-24-27