

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION

(BUSINESS CORPORATION)

Know all Men by these Presents, That we Isabel Carline, of Central Falls, Edward Skoczylas, of Cumberland, Mitchell Skoczylas, of Central Falls, each and all in Providence County in the State of Rhode Island, all of lawful age; hereby agree to and with each other:

FIRST. To associate ourselves together with the intention of forming a corporation under and by virtue of the powers conferred by Article II of Chapter 116 of the General Laws of Rhode Island.

SECOND. Said corporation shall be known by the name of Central Falls Provision Co., Inc.

THIRD. Said corporation is formed (as permitted by § 4 of said Chapter 116) for the purpose of to buy, sell, import, export, store, cure, process, manufacture, and otherwise handle fresh, salt, smoked and otherwise meats, fish, oysters and sea food products; to buy, sell, import, export, own, raise, ship, and otherwise handle all kinds of farm and dairy products, live stock, poultry, and domestic and foreign and manufactured food products, and to engage in the trade and sale thereof; and in general, to deal in meats, fish, eggs, poultry and groceries and general provisions of all nature, kind and description.

In addition to the foregoing, said corporation shall have the following powers and authority, viz:—(See § 5, Chapter 116 of the General Laws.)

To do any lawful act which is necessary or proper to accomplish the purposes of its incorporation. Without limiting or enlarging the effect of this general grant of authority, it is hereby specifically provided that every corporation shall have power:

(a) to have perpetual succession in its corporate name, unless a period for its duration is limited in its articles of association or charter;

(b) to sue and be sued in its corporate name;

(c) to have and use a common seal, and alter the same at pleasure;

(d) to elect such officers and appoint such agents as its business requires, and to fix their compensation and define their duties;

(e) to make by-laws not inconsistent with the constitution or laws of the United States or of this state, or the corporation's charter, or articles of association, determining the time and place of holding and the manner of calling and of conducting meetings of its stockholders and directors, the manner of electing its officers and directors, the mode of voting by proxy, the number, qualifications, powers, duties and term of office of its officers and directors, the number of directors and of shares of stock necessary to constitute a quorum, which number may be less than a majority, and the method of making demand for payment of subscriptions to its capital stock, and providing for an executive committee to be elected from and by the board of directors and defining its powers and duties, and containing any other provisions, whether of the same or of a different nature, for the management of the corporation's property and the regulation and government of its affairs;

(f) to make contracts, incur liabilities and borrow money;

(g) to acquire, hold, sell and transfer shares of its own capital stock: *Provided*, that no corporation shall use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of the capital of the corporation;

(h) to acquire, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of any bonds, securities or evidences of indebtedness created by, or the shares of the capital stock of, any other corporation or corporations of this state or of any other state, country, nation or government, and while owner of said stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon;

(i) to guarantee, if authorized so to do by its charter or articles of association, any bonds, securities or evidences of indebtedness created by or dividends on or a certain amount per share in liquidation of the capital stock of, any other corporation or corporations created by this state or by any other state, country, nation or government;

(j) to acquire, hold, use, manage, convey, lease, mortgage, pledge or otherwise dispose of within or without this state any other property, real or personal, which its purposes shall require;

(k) to conduct business and have offices in this state and elsewhere: *Provided, however*, that nothing in paragraph (a) to (k) inclusive contained shall authorize said corporation to carry on the business of a bank, savings bank or trust company.

(OVER)

(City or Town)

par value, shall be two

(Or if capital stock is without par value)

...two hundred and fifty.

stock, including terms on which they are created, and voting rights of each, viz:—

nate

(Further provisions not inconsistent with law)

SEVENTH To conduct and maintain said business so as to maintain and uphold the standing and reputation established by Vincent A. Skoczylas and the late Catharina Skoczylas.

EIGHTH

NINTH

In Testimony Whereof, We have hereunto set our hands and stated our residences this 12th day of October, A. D. 1955.

NAME	RESIDENCE (No. Street, City or Town)
Isabelle Carline	111 Cross St. Central Falls
Edward Skoczylas	270 High St. Cumberland
Mitchell Skoczylas	97 Summer St. Central Falls

STATE OF RHODE ISLAND, }
COUNTY OF PROVIDENCE } In the City of Central Falls
in said county this 12th day of October, A. D. 1955.
then personally appeared before me Isabel Carline, Edward Skoczylas,
and Mitchell Skoczylas,

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.

[Signature]
Notary Public

(BUSINESS CORPORATION)

ORIGINAL

ARTICLES OF ASSOCIATION OF

CENTRAL FALLS PROVISION CO., INC.

FILED IN THE OFFICE OF THE
SECRETARY OF STATE.

DEC 15 1955 19
DEC 15 1955

State of Rhode Island and Providence Plantations	
OFFICE OF THE GENERAL TREASURER	
No 21803 Providence December 15, 1955	
I Herby Certify That Central Falls Provision Co., Inc.	
has paid into the State Treasury a fee of	
Twenty-five Dollars for Incorporation	
in accordance with the provisions of Chapter 116, General Laws of 1955	
\$ 25.00	General Treasurer