

State of Rhode Island and Providence Plantations

ORIGINAL ARTICLES OF ASSOCIATION

(BUSINESS CORPORATION)

Know all Men by these Presents, That we John K. Najarian,
Eugene A. Liberati, and Theodore A. Miller

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 Chapters 7-1 to 7-5 (inclusive) 7-9 and 7-10 of the General Laws of Rhode Island, as amended.

SECOND. Said corporation shall be known by the name of

FILLER RUG MILLS, INC.

THIRD. Said corporation is formed (as permitted by § 7-2-3 of the General Laws) for the purpose of

To manufacture, process, buy, sell, export and import, and deal in rugs, rug filler, filler and carpets and all kinds of floor coverings; to manufacture, buy, sell, export and import and deal in textile and other machinery, appliances and equipment, and to buy, sell and deal in used machinery, appliances, and equipment, apparatus and equipment of every kind, kindred to or related thereto; to manufacture, convert, job, import, export, finish weave, produce, adapt, prepare, use and otherwise deal in cotton, silk, wool, rayon, flax, acetate, glass and all textile and fibrous yarns, cloth, goods, fabrics and materials natural and synthetic and their substitutes, and goods, fabrics, materials and other products, and into which cotton, silk, wool, rayon, flax, acetate, glass or any textile and fabric material, natural and synthetic or their substitutes enter as a component part, and all other personal property of like kind and description, to carry on a general mercantile and trading business; to manufacture, process, export, import, buy, sell, invest and deal generally in all classes of commodities, raw and finished materials and produce scrap materials, articles of trade and do all other things subsidiary, necessary or convenient for carrying out the purposes of the corporation.

(c) To determine 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 this section contained shall authorize any corporation to carry on the business of a bank, savings bank or trust company.

(OVER)

FOURTH. Said corporation shall be located in Woonsocket, Rhode Island.
(City or Town)

FIFTH. The TOTAL amount of authorized capital stock of said corporation, with par value, shall be (\$) dollars as follows, viz:
Common stock in the amount of (\$)
dollars to be divided into () shares of
the par value of (\$) dollars each; and
Preferred stock in the amount of (\$)
dollars, to be divided into () shares, of
the par value of (\$) dollars each.

(Or if capital stock is without par value)

The TOTAL number of shares of capital stock authorized, without par value, shall be
one hundred (100) shares
as follows, viz:— one hundred (100) shares of
Common stock, without par value; and
() shares of
Preferred stock, without par value.

(If capital stock is divided into two or more classes) Description of several classes of
stock, including terms on which they are created, and voting rights of each, viz:—

SIXTH. (If not perpetual) The period of duration of said corporation shall termi-
nate

(Further provisions not inconsistent with law)

SEVENTH The corporation shall have a lien and right of pre-emption upon the stock of its stockholders to be enforced in accordance with the By-Laws of the corporation.

EIGHTH

NINTH

In Testimony Whereof, We have hereunto set our hands and stated our residences this 26th day of April, A. D. 19 68

NAME	RESIDENCE (No. Street, City or Town)
John K. Najarian	986 Hartford Ave., Johnston, R.I.
Eugene A. Liberati	317 Oaklawn Ave., Cranston, R.I.
Theodore A. Miller	Trimtown Road, Scituate, R.I.

STATE OF RHODE ISLAND, } City } of Providence
COUNTY OF Providence } In the }
in said county this 26th day of April, A. D. 19 68
then personally appeared before me John K. Najarian, Eugene A. Liberati
Theodore A. Miller

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.

Lauren M. Pulver
Notary Public

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(BUSINESS CORPORATION)

ORIGINAL

ARTICLES OF ASSOCIATION OF

FILLER RUG MILLS, INC.

PR 33-63 1/2 - 522 CD*****5.00

FILED IN THE OFFICE OF THE
SECRETARY OF STATE

APR 30 1968 19



State of Rhode Island and Providence Plantations

OFFICE OF THE GENERAL TREASURER

No 38925

Providence ... April 30 1968

I Hereby Certify That Filler Rug Mills, Inc.

has paid into the State Treasury a fee of
Twenty Dollars for
in accordance with the provisions of 7-1-9, General Laws

Raymond H. Fairbanks
General Treasurer.