

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. # 95192

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 REPM, 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:

To engage in and carry on the business of buying, leasing and otherwise acquiring real estate of every kind and description and wheresoever situated; to build, erect, construct, lease or otherwise acquire, keep, manage, conduct, occupy, maintain, and operate buildings for residential dwelling houses, apartment houses, office buildings, retail and commercial buildings, and all lands, improved and unimproved, and other buildings of any kind, and any and all other property of any and every kind or description, wherever situated; to contract for the construction and erection of buildings and structures in and on any such real estate for any uses or purposes; to hold, own, improve, develop, maintain, operate, lease, mortgage or dispose of such real estate or property or any part thereof; and generally to do and perform any and all acts and things as may be necessary, convenient and/or incidental for the purpose of the business.

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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 18,000 shares with \$1.00 per share par value (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.)~~

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:

None

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

The corporation is hereby authorized to make distributions to its shareholders out of its unreserved and unrestricted capital surplus in accordance with Section 7-1.1-41 of the Rhode Island General Laws, as amended.

SEVENTH: The address of the initial registered office of the corporation is 68 Cumberland St., Suite 203, Woonsocket 02895 (add Zip Code) and the name of its initial registered agent at such address is: Lloyd R. Gariepy

Lloyd R. Gariepy
Signature of registered agent

EIGHTH: The number of directors constituting the initial board of directors of the corporation is None 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. Row 1: John J. Boucher, President/Secretary/Treasurer, 371 Cass Avenue, Woonsocket, RI 02895

NINTH: The name and address of each incorporator is:

Table with 2 columns: Name, Address. Row 1: Lloyd R. Gariepy, 68 Cumberland St., Suite 203, Woonsocket, RI

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

Upon filing of these Articles of Incorporation with the Secretary of State

Dated May 22, 19 97

Lloyd R. Gariepy
Signature of each incorporator

