

Filing fee: \$150.00  
License fee: \$15.00 minimum  
(Section 7-1.1-124)



State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE  
CORPORATIONS DIVISION  
100 NORTH MAIN STREET  
PROVIDENCE, RI 02903-1335  
BUSINESS CORPORATION

Corp. I.D. # 96691

APPLICATION FOR  
CERTIFICATE OF AUTHORITY  
OF

W. B. Hunt Co., Inc.

To the Secretary of State  
of the State of Rhode Island

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

FIRST: The name of the corporation is W. B. Hunt Co., Inc.

SECOND: The name which it elects to use in Rhode Island is W. B. Hunt Co., Inc.

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island)

THIRD: It is incorporated under the laws of Massachusetts

FOURTH: The date of its incorporation is March 14, 1952 and the period of its duration is perpetuity

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 100 Main Street, Melrose, MA 02176

SIXTH: The address of its proposed registered office in Rhode Island is 123 Dyer Street, Providence, R.I. 02903 and the name of its proposed registered agent in Rhode Island at that address is C T CORPORATION SYSTEM

C T CORPORATION SYSTEM  
By: Robert A. Carr  
Signature

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are the operation of a camera, video and electronic business and film processing business.

FILED  
SEP 19 1997  
By: 140306

EIGHTH: The names and respective addresses of its directors and officers are:

Name	Office	Address
Jack Farber	Director	26 Whitney Road, Medford, MA 02155
	Director	
	Director	
Jack Farber	President	26 Whitney Road, Medford, MA 02155
	Vice President	
Jack Farber	Clerk	26 Whitney Road, Medford, MA 02155
Jack Farber	Treasurer	26 Whitney Road, Medford, MA 02155

NINTH: 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 per Share or Statement that Shares are without Par Value
500	Common	-0-	No Par

TENTH: 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 per Share or Statement that Shares are without Par Value
250	Common	-0-	No Par

ELEVENTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 5,000,000

TWELFTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ 200,000

THIRTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 40,000,000

FOURTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode island during such year is \$ 1,000,000

FIFTEENTH: This application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated August 29, 1997

W. B. Hunt Co., Inc.  
[Exact Corporate Name of corporation Making Application]

By [Signature]  
Its [Signature] President  
and [Signature]  
Its [Signature] Secretary and Clerk

STATE OF Massachusetts }  
COUNTY OF Suffolk } Sc.

AT Boston in said County on the 29th day  
of August 1997, before me personally appeared Jack Farber,  
who being by me first duly sworn, declared that  
he is the President and Clerk of W. B. Hunt Co., Inc.,  
that he signed the foregoing document as such President and Clerk of the  
corporation, and that the statements therein contained are true.

[Signature]  
Notary Public

(NOTARIAL SEAL)

THE COMMONWEALTH OF MASSACHUSETTS  
DEPARTMENT OF CORPORATIONS AND TAXATION  
HENRY F. LONG, COMMISSIONER  
236 STATE HOUSE, BOSTON

ARTICLES OF ORGANIZATION

We, George E. Lodgen, Paul Melrose and Blanche G. Swett,

being a majority of the directors of W. B. Hunt Co., Inc.

electd at its first meeting, in compliance with the requirements of General Laws, Chapter 156, Section 10, hereby certify that the following is a true copy of the agreement of association to form said corporation, with the names of the subscribers thereto:

We, whose names are hereto subscribed, do, by this agreement, associate ourselves with the intention of forming a corporation under the provisions of General Laws, Chapter 156.

The name by which the corporation shall be known is W. B. Hunt Co., Inc.

The location of the principal office of the corporation in Massachusetts is to be  
the City of Malden  
the of  
the of

[The business address of the corporation is to be

500 Main Street, Malden, Massachusetts.

Street and number (if office building, give room number), city or town.

If such business address is not yet determined, give the name and business address of the treasurer or other officer to receive mail.

Name and title of officer to receive mail and his complete business address.

The purposes for which the corporation is formed and the nature of the business to be transacted by it are as follows:

To buy, or otherwise obtain, hold, store, sell, or otherwise dispose of, or trade in, at wholesale or retail, goods, wares, merchandise, appliances, apparatus and equipment, including drugs, pharmaceuticals, druggists supplies, sundries, novelties, hospital and sick-room supplies, patent medicines, and all things or articles now or which may in the future commonly be sold by drug stores or pharmacies, packaged or otherwise, table and household goods generally, foods and food products, of all kinds and descriptions, as well as materials and all things required in the growing, manufacture, or production of such goods, wares, and merchandise; to grow, produce, manufacture, or otherwise acquire such goods, wares, and merchandise; to refine, pack, or otherwise prepare such goods, wares, and merchandise for sale, market, storage, or trade, and to have, to acquire, to own, and to do all things necessary or desirable in the conduct of a business such as aforesaid.

To manufacture, buy, sell, produce, adapt, repair, dispose of and otherwise deal at wholesale and retail in goods, wares, merchandise, articles and things of every sort, kind and description, including the acquisition by purchase, manufacture, or otherwise, of all materials, supplies and other articles and things necessary or convenient for use in connection with said businesses or any part thereof; and to manufacture, repair, purchase, sell, lease and deal in machinery, tools and appliances which are or may be used in buying, selling, manufacturing and dealing in said articles, things, materials, goods, wares, merchandise and fabrics.

To purchase, lease or otherwise acquire as a going concern or otherwise all or any part of the franchises, rights, property, assets, business, good will or capital stock of any persons, firm, corporation, trust or association engaged in whole or in part in any business in which this corporation is empowered to engage; to pay for the same in whole or in part in cash, stock, bonds, notes,

Leave this space for binding

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MAR 11 1952

CORPORATION DIVISION  
SECRETARY'S OFFICE

THE COMMONWEALTH OF MASSACHUSETTS

WRITE NOTHING BELOW

W. B. Hunt Co., Inc.

Nov. 20, 1951

ARTICLES OF ORGANIZATION  
GENERAL LAWS, CHAPTER 156, SECTION 10

Filed in the office of the Secretary of the Commonwealth  
and Certificate of Incorporation issued

as of Mar. 14, 1952

I hereby certify that, upon an examination of the within-written articles of organization, the agreement of association, and the record of the first meeting of the incorporators, including the by-laws, 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

DEPARTMENT OF  
CORPORATIONS AND TAXATION

this 14th day of March, 1952

*George F. Kelly*  
Commissioner of Corporations and Taxation

CHARTER TO BE SENT TO

CERTIFICATE  
RECEIVED

MAR 19 1952

SECRETARY'S OFFICE  
DEPARTMENT OF CORPORATIONS  
AND TAXATION

FILING FEE: 1/20 of 1% of the total amount of the authorized capital stock with par value, and one cent a share for all authorized shares without par value, but not less than \$50. General Laws, Chapter 156, Section 53.

A TRUE COPY ATTEST

*William Francis Galvin*  
WILLIAM FRANCIS GALVIN  
SECRETARY OF THE COMMONWEALTH

DATE 3/19/52 CLERK