

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

Corp. I.D. #

90193

BUSINESS CORPORATION

ORIGINAL ARTICLES OF INCORPORATION

The undersigned acting as incorporator (s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopts(s) the following Articles of Incorporation for such corporation:

FIRST. The name of the corporation is A.D.V. Electrical Corp.

(A close corporation pursuant to § 7-1.1-31 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:

1. To engage in the installation and repair of residential, commercial and industrial electrical systems, and the doing of all things incidental thereto, connected therewith or allied or similar thereto; and,
2. to engage in any lawful business activities.

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By DA#55
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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 1000 - no par common

(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.)

(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 restriction thereof, which are permitted by the provisions of title 7 of the General Law 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:

That no stock shall be sold by any stockholder until it shall first have been offered to the corporation, in writing, at the lowest price at which the stockholder shall be willing to sell; said corporation shall have the opportunity to accept or reject said offer within thirty (30) days after the receipt thereof. The corporation shall be deemed to have rejected the offer if the same has not been accepted in writing within thirty (30) days after receipt; the corporation may authorize any other person, firm or corporation to exercise its option to purchase. This provision shall be binding upon the executors, administrators, personal representatives, assignees and successors of each stockholder.

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

That the common stock of this corporation may be issued by the corporation from time to time for such consideration consisting of cash, services, personal property (tangible and intangible) or real property as may be fixed by stockholders or the Board of Directors or the officers if thereunto authorized by the stockholders.

That the corporation is authorized to guarantee any bonds, securities, notes, or evidence of indebtedness created by the corporation or dividends with respect to capital stock in liquidation of this or any other corporation; to guarantee or endorse any bonds, securities, notes or evidences of indebtedness created by any person, corporation, partnership or association as may be authorized by the stockholders from time to time.

SEVENTH. The address of the initial registered office of the corporation is 747 Victory Hwy., PO Box 119, Slatersville, RI 02876 (add Zip Code) and the name of its initial registered agent at such address is:

Edward E. Dillon, Jr.

Signature of registered agent

EIGHTH. The number of directors constituting the initial board of directors of the corporation is none at this time and the names and address 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.)

Name	Address
none elected at this time	

NINTH. The name and address of each incorporator is:

Name	Address
Edward E. Dillon, Jr.	747 Victory Hwy., PO Box 119 Slatersville, RI 02876

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

UPON FILING

Dated JUNE 17, 1996

Signature of each incorporator
Edward E. Dillon, Jr.

STATE OF RHODE ISLAND

City

In the

Town

of North Scituate

COUNTY OF PROVIDENCE

in said county this

17th

day of

June

A.D. 1996

then personally appeared before me

EDWARD C. Dillen Jr.

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.

Pauline J. Q. Dong, Notary Public

Pauline J. Q. Dong

my commission expires: 5/31/97