

Filing Fee: \$150.00

ID Number: 112092



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

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, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is Wm. J. Lynch & Sons, Inc.

(This is a close corporation pursuant to § 7-1.1-51 of the General Laws, 1956, as amended) (strike if inapplicable)

2. The period of its duration is (if perpetual, so state) perpetual

3. The specific purpose or purposes for which the corporation is organized are:

buy, sell, manage, lease and renovate real estate and conduct other
business as permitted by Rhode Island law.

4. The aggregate number of shares which the corporation shall have authority to issue is:

(a) If only one class: Total number of shares 100 (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.):

No par.

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 Chapter 7-1.1 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.):

5. Provisions (if any) dealing with the preemptive right of shareholders pursuant to § 7-1.1-24 of the General Laws, 1956, as amended:

See Attached.

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

None.

7. The address of the initial registered office of the corporation is 321 South Main Street
(Street)

Providence, RI 02903
(City/Town) (Zip Code)

and the name of its initial registered agent at such address is

William J. Lynch, Esquire

8. The number of directors constituting the initial board of directors of the corporation is four 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 Section 7-1.1-51 of the General Laws, 1956, as amended, and there shall be no board of directors, state the titles of the initial officers of the corporation and the names and addresses of the persons who are to serve as officers until the first annual meeting of shareholders or until their successors be elected and qualify.)

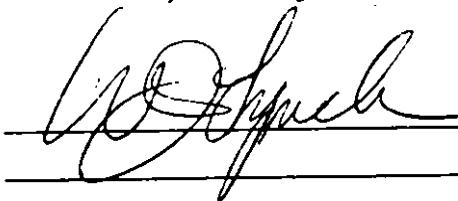
Title	Name	Address
President	John C. Lynch	320 Newport Avenue, East Prov., RI
V. President	Lynn M. Lynch	90 Anawan Road, Pawtucket, RI
Sec.	John C. Lynch	320 Newport Avenue, East Prov., RI
Treas.	Dennis M. Lynch	118 Naushon Road, Pawtucket, RI

9. The name and address of each incorporator is:

Name	Address
William J. Lynch, Esquire	321 South Main Street, Providence, RI 0290

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

Dated April 11 2000



Signature of each Incorporator

STATE OF
COUNTY OF

Prov.
In Prov. on this 13th day of April 2000, personally appeared
before me WJ Lynch
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.

Notary Public

My Commission Expires: 11/19/00

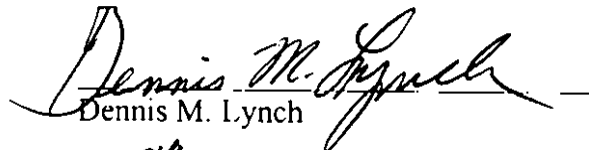
5. No stockholder shall sell any stock of the corporation held by him without first giving written notice to the corporation of his intention to sell the same and giving the corporation the right to purchase said stock at the lowest price at which he is willing to sell before the same shall be sold by him to any other party. The corporation shall have thirty (30) days from the receipt of offer within which to exercise the right to purchase said stock so offered to it. If said offer is not accepted within said time, or if the corporation, through the Board of Directors waives the right of pre-emption, the stockholder shall be at liberty to sell the said stock for not less than the price named by him as set forth in the notice.

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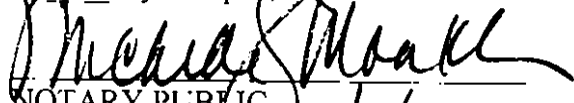
April 19, 2000

To Whom it May Concern:

Please be advised that the undersigned, Dennis M. Lynch, of Wm. J. Lynch Realty Co., does hereby consent and authorize John C. Lynch to use the name of Wm. J. Lynch & Sons, Inc., in the State of Rhode Island and to incorporate said name in the State of Rhode Island with the Rhode Island Secretary of State's office.


Dennis M. Lynch

Subscribed and sworn to before me this 19th day of April, 2000.


NOTARY PUBLIC
My Commission Exp. 11/19/00

April 6, 2000

To Whom it May Concern:

Please be advised that the undersigned, Steven P. Lynch of J.H. Lynch & Sons, Inc., does hereby consent and authorize John C. Lynch to use the name of Wm. J. Lynch & Sons, Inc., in the State of Rhode Island and to incorporate said name in the State of Rhode Island with the Rhode Island Secretary of State's office.


Steven P. Lynch

Subscribed and sworn to before me this 6th day of April, 2000.


Paula A. Therman

NOTARY PUBLIC

My Commission Exp. 3/23/2002

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