

Filing fee: \$50.00
License fee: \$15.00 minimum
(Section 7-11-124)

APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF

United Oil Paintings, 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

United Oil Paintings, Inc.

SECOND: The name which it elects to use in Rhode Island is

United Oil Paintings, 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 November 26, 1979 and the period of its duration is Perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 47 Sumner St., Milford, Mass. 01757

SIXTH: The address of its proposed registered office in Rhode Island is 111 Westminster Street, Providence, R. I. 02903 and the name of its proposed registered agent in Rhode Island at that address is C T CORPORATION SYSTEM

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are Sales - Oil Paintings & Frames

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

Name	Office	Address
Aaron A. Abady	Director	30 Edith Rd., Framingham, Mass.
	Director	
	Director	
Aaron A. Abady	President	30 Edith Rd., Framingham, Mass.
	Vice President	
Jack A. Abady	Clerk	41 Haven St., Milford, Mass.
	Secretary	
Aaron A. Abady	Treasurer	30 Edith Rd., Framingham, Mass.

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
10,000	Common	---	No Par Value

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
1000	Common	-----	No Par Value

ELEVENTH: The amount of its stated capital as defined by §7-1.1-2 of the General Laws, 1956, as amended, is \$ 8,000

TWELFTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ -0-

THIRTEENTH: An estimate of the value of its property to be located within Rhode Island during such year is \$ -0-

FOURTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 2,000,000

FIFTEENTH: 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 \$ 70,000

SIXTEENTH: 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 3/4, 1981

United Oil Paintings, Inc.
[Exact Corporate Name of Corporation Making Application]

By Carol Kinney
Its President
and Jack Abady
Its Secretary Clerk

STATE OF MASSACHUSETTS
COUNTY OF WORCESTER } Sc.

At Milford in said County on the 4th day
of March 19 81, before me personally appeared Jason A.
Abady & Jack Abady, who being by me first duly sworn, declared that
he is the President - Clerk of United Oil Paintings, Inc.,
that he signed the foregoing document as such President - Clerk of the
corporation, and that the statements therein contained are true.

Joyce Southworth
Notary Public

(NOTARIAL SEAL)

My Commission expires
August 13, 1987

The Commonwealth of Massachusetts

MICHAEL JOSEPH CONNOLLY

Secretary of the Commonwealth
ONE ASHBURTON PLACE, BOSTON, MASS. 02108

ARTICLES OF ORGANIZATION

(Under G.L. Ch. 156B)

Incorporators

NAME

POST OFFICE ADDRESS

Include given name in full in case of natural persons; in case of a corporation, give state of incorporation.

AARON ABADY

30 Edith Road
Framingham, MA 01701

The above-named incorporator(s) do hereby associate (themselves) with the intention of forming a corporation under the provisions of General Laws, Chapter 156B and hereby state(s):

1. The name by which the corporation shall be known is:

UNITED OIL PAINTINGS, INC. ✓

2. The purposes for which the corporation is formed are as follows:

To engage in the business of buying and selling art works and gifts to the general public and with that end in view, to solicit, obtain, make, perform and carry out contracts covering the work connected therewith.

To purchase, take and lease, or in exchange, hire or otherwise acquire any real or personal property, rights or privileges suitable or convenient for any of the purposes of this business, and to purchase, acquire, erect and construct, make improvement of buildings or machinery, stores or works, insofar as the same may be appurtenant to or useful for the conduct of the business as above specified, but only to the extent to which the company may be authorized by the statutes under which it is organized; and to conduct any lawful business which may be legal and proper under Chapter 156B of the General Laws of the Commonwealth of Massachusetts.

79-330038

NOTE: If provisions for which the space provided under Articles 2, 4, 5 and 6 is not sufficient, additions should be set out on continuation sheets to be numbered 2A, 2B, etc. Indicate under each Article where the provision is set out. Continuation sheets shall be on 8 1/2" x 11" paper and must have a left-hand margin 1 inch wide for binding. Only one side should be used.

152692

SECRETARY OF THE
COMMONWEALTH
379 NOV 21 PM 3:33
CORPORATION DIVISION

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION
GENERAL LAWS, CHAPTER 156B, SECTION 12

A TRUE COPY ATTEST
Michael Joseph Connolly
MICHAEL JOSEPH CONNOLLY
SECRETARY OF STATE
DATE *3/27/81* CLERK *[Signature]*

I hereby certify that, upon an examination of the within-written articles of organization, 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; and the filing fee in the amount of \$ *125.00* having been paid, said articles are deemed to have been filed with me this day of

November 26th 19 *79*

Michael Joseph Connolly

Effective date

MICHAEL JOSEPH CONNOLLY
Secretary of the Commonwealth

PHOTO COPY OF ARTICLES OF ORGANIZATION TO BE SENT
TO BE FILLED IN BY CORPORATION

TO: Alvin S. Nathanson
NATHANSON & GOLDBERG
Ten Post Office Square, Suite 1111
Boston, MA 02109
Telephone 542-1144

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 \$125. General Laws, Chapter 156B. Shares of stock with a par value of less than one dollar shall be deemed to have par value of one dollar per share.

Copy Mailed

NOV 28 1979

MAR 31 1981