Filing and License Fee: $230.00 minimum **ID Number:** ____________

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

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CORPORATIONS DIV
2021 FEB 26 A 9:01

BUSINESS CORPORATION

ARTICLES OF INCORPORATION

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.2 of the General Laws of Rhode Island, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is **Netzero Insulation Technologies, Inc.**

(This is a close corporation pursuant to § 7-1.2-1701 of the General Laws, 1956, as amended.) (Strike if inapplicable.)

2. The total number of shares which the corporation has authority to issue is:

(a) *If only one class:* Total number of shares **1,000**

<u>*or*</u>

(b) *If more than one class:* Total number of shares of each class ____________

A statement of all or any of the designations and the powers, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them, which are permitted by the provisions of Chapter 7-1.2 of the General Laws, 1956, as amended, in respect of any class or classes of shares of the corporation and the fixing of which by the articles of association is desired, and an express grant of the authority as it may then be desired to grant to the board of directors to fix by vote or votes any of them that may be desired but which is not fixed by the articles:

3. The address of the initial registered office of the corporation is **298 Post Road**
(Street Address, **not** P.O. Box)

Warwick (City/Town), RI **02888** (Zip Code) and the name of its initial registered agent at such address is **Douglas Stracaluzi** (Name of Agent).

4. The corporation has the purpose of engaging in any lawful business, and shall have perpetual existence until dissolved or terminated in accordance with Chapter 7-1.2.

5. Unless otherwise stated all authorized shares are deemed to have a nominal or par value of $0.01 per share.

FILED

FEB 26 2021

BY XX8mD

Form No. 100
Revised: 12/05

6. Additional provisions, if any, not inconsistent with Chapter 7-1.2 which the incorporators elect to have set forth in these Articles of Incorporation:

See attached.

No. 4: The corporation has the purpose of engaging in the development in installation of energy solutions and/or any other lawful business and shall have perpetual existence until dissoved.

7. The name and address of each incorporator is:

Name		*Address*
Kevin M. Daley, Esq.,	**Daley Orton, LLC**	**1383 Warwick Avenue, Warwick, RI 02888**

8. These Articles of Incorporation shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing ______________________

Under penalty of perjury, I/we declare and affirm that I/we have examined these Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 2/26/21

Signature of each Incorporator

KMD:jac 11077 \AttachmentToArticlesOfIncorporation.2.15.21

ATTACHMENT TO ARTICLES OF INCORPORATION FOR NETZERO INSULATION TECHNOLOGIES, INC.

6. Additional provisions, if any, not inconsistent with Chapter 7-1.2 which the incorporators elect to have set forth in these Articles of Incorporation:

a. The sale or transfer of stock held by any stockholder shall be subject to the following provisions:

i. A shareholder desiring to dispose of, or transfer his/her stock, as aforesaid, shall first offer such stock for sale to the corporation at the lowest price at which he/she is willing to sell the same. If for any reason the corporation is unable to, or fails to purchase such stock, such stock shall be offered to the other shareholders of record in proportion to the number of shares they hold for a period of thirty (30) days at a price no lower than that at which it was first offered to the corporation.

ii. If the remaining shareholders shall elect not to purchase said stock, the shareholder shall be at the liberty to sell his/her stock to any other party at a price not less than the price at which it was first offered to the corporation and to the remaining shareholders. This section shall not apply to gifts, sales, or transfers by a stockholder to members of their immediate family.

b. The said common stock, without par value of this corporation, may be issued for cash, personal or real property, tangible or intangible property or other consideration as may be fixed by the majority of the shareholders.

KEVIN M. DALEY

DATED: 2/26/21