



State of Rhode Island and Providence Plantations

Department of State - Business Services Division

Articles of Incorporation

DOMESTIC Business Corporation

→ Filing Fee: \$230.00 minimum

The undersigned acting as incorporator(s) of the corporation under RIGL 7-1.2, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is:

RMC OF NE HOLDINGS, INC.

Is this a close corporation pursuant to RIGL 7-1.2-1701 of the General Laws, 1956, as amended? ☒ Yes ☐ No

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

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

Total Authorized Shares (Number of Shares)	Class of Stock	Par Value Per Share
2	Class A Voting Common	\$0.01
4,000	Class B Non-Voting Common	\$0.01

If you desire, you may include a statement of all or any of the designations and the power, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them which are permitted by the provisions of RIGL 7-1.2.

State any provisions here (optional):

Check the box to indicate an attachment. ☒

See Exhibit A

3. The name and address of the initial registered agent/office in Rhode Island is:

Agent Name

CT Corporation System

Street Address (NOT a P.O. Box)

450 Veterans Memorial Parkway, Suite 7A

City/Town

East Providence

State

RHODE ISLAND

Zip Code

02914

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

MAIL TO:

Division of Business Services

148 W. River Street, Providence, Rhode Island 02904-2615

Phone: (401) 222-3040

Website: www.sos.ri.gov

FILED

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

See Exhibit B

Check the box to indicate an attachment. ☒

6. The name and address of each incorporator is:

Name Daniel O'Donnell	Address 901 West Lehigh Street	
City/Town Bethlehem	State Pennsylvania	Zip Code 18018
Name	Address	
City/Town	State	Zip Code
Name	Address	
City/Town	State	Zip Code

7. Date when these Articles of Incorporation will be effective: CHECK ONLY ONE BOX

- ☒ Date received (Upon filing)
- ☐ Later effective date (Date must be no more than 90 days from the day of 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.

Type or Print Name of Incorporator Daniel O'Donnell	Date October 7, 2021
Signature of Incorporator SIGN DOCUMENT HERE	
Type or Print Name of Incorporator	Date
Signature of Incorporator SIGN DOCUMENT HERE	
Type or Print Name of Incorporator	Date
Signature of Incorporator SIGN DOCUMENT HERE	

EXHIBIT A

- (a) The aggregate number of shares which the Corporation shall have the authority to issue is 4,002 shares of common stock, \$0.01 par value, consisting of 2 shares of Class A voting common stock and 4,000 shares of Class B non-voting common stock.
- (b) The holders of the Class A voting common stock shall be entitled to one vote for each share held by them. The holders of the Class B non-voting common stock shall not be entitled to vote except as expressly required by non-waivable provisions of the Rhode Island Business Corporation Act, as amended.
- (c) The Board of Directors, in its discretion, may declare and pay dividends out of any assets then legally available therefor. Any dividend so declared shall be distributed among and paid to the holders of the outstanding shares of both the Class A voting common stock and the Class B non-voting common stock without distinction as to class, according to their respective shares, share and share alike.
- (d) In the event of any dissolution, liquidation, or distribution of assets of the Corporation, no class of stock shall be preferred, but the entire net assets of the Corporation shall be distributed pro rata among the holders of Class A voting common stock and Class B non-voting common stock according to the number of shares held by each, irrespective of the class to which such shares belong.

EXHIBIT B

Article 5: No Director of the Corporation shall be liable to the Corporation or to its stockholders for monetary damages for breach of the director's duty as a director; provided, however, that this Article 5 shall not eliminate or limit the liability of a director: (i) for any breach of the director's duty of loyalty to the Corporation or to its stockholders; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) the liability imposed pursuant to the provisions of R.I.G.L. Section 7-1.1-43 (as in effect or as hereafter amended); or (iv) for any transaction from which the director derived an improper personal benefit unless said transaction is permitted by R.I.G.L. Section 7-1.1-37.1 (as in effect or as hereafter amended). If the Rhode Island General Laws are amended after the adoption of this Article 5 to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of each director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Rhode Island General Laws, as so amended. Neither the amendment nor repeal of this Article 5 nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article 5 shall eliminate or reduce the effect of this Article 5 in respect of any matter occurring, or any cause of action, suit or claim that, but for this Article 5, would occur or arise, prior to such amendment, repeal or adoption of an inconsistent provision.



State of Rhode Island

Department of State | Office of the Secretary of State

Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island,

hereby certify that this document, duly executed in accordance with the provisions

of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this

office on this day:

October 08, 2021 01:03 PM

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea", is written in a cursive style.

Nellie M. Gorbea
Secretary of State

