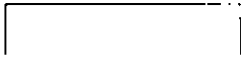




State of Rhode Island  
Department of State - Business Services Division



**Fictitious Business Name Statement**

DOMESTIC or FOREIGN Business Corporation

→ Filing Fee: \$50.00

STAMP  
RECEIVED  
R.I. DEPT. OF STATE  
BUS SVCS DIV

Pursuant to the provisions of RIGL 7-1.2-402, the undersigned business corporation hereby submits the following statement for authority to transact business in the state of Rhode Island under a fictitious business name:

2023 JUL -3 A 9:14

1. Entity ID Number: 000001166		2. The name of the Corporation is: Apple Valley Agency, inc.	
3. The fictitious business name to be used is: Balfour Insurance			
4. The corporation is organized under the laws of: Rhode Island		5. The date of incorporation is: 01-08-1973	
6. The address of its registered office within Rhode Island is:			
Street Address 25 DANIELSON PIKE BOX 46			
City North Scituate		State RHODE ISLAND	Zip 02857
7. The business in which it is engaged: Insurance Agency			
8. Applicant is otherwise authorized to do business in the state of Rhode Island.			
9. Under penalty of perjury, I declare and affirm that I have examined this Fictitious Business Name Statement and that the information contained herein is true and correct.			
Name of Authorized Officer of the Corporation David Brush, President			Date 07/01/2023
Signature of Authorized Officer of the Corporation 			

**MAIL TO:**  
Division of Business Services  
148 W. River Street, Providence, Rhode Island 02904-2615  
Phone: (401) 222-3040  
Website: www.sos.ri.gov

9:14  
FILED  
STAMP  
JUL 03 2023  
BY ML MVV72

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.

**BILL OF SALE**

For valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Bud Balfour Insurance, Inc., a Rhode Island corporation with its principal place of business in Glocester, Rhode Island (the "Seller"), Charles S. Balfour, Jr., an individual residing in Rhode Island (hereinafter referred to as the "Shareholder"), hereby sells and transfers to Apple Valley Agency, Inc., a Rhode Island corporation with its principal place of business in Smithfield, Rhode Island (the "Buyer") and its successors and assigns forever, all of the assets listed in Exhibit A attached hereto, and by reference made a part hereof, (the "Assets").

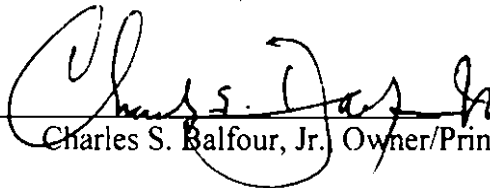
The Seller and Shareholder warrants and represents that it has good title to the Assets, full authority to sell and transfer the Assets, and that the Assets are being sold free and clear of liens, encumbrances, liabilities and adverse claims of every nature and description.

The Seller and Shareholder further warrants that it will defend, protect, indemnify, and save harmless the Buyer and its lawful successors and assigns from any and all adverse claims that may be made by any party against the Assets.

The Buyer accepts the Assets in their present condition, "as is" and "where is".

IN WITNESS WHEREOF, the Seller and the Shareholder and the Buyer have executed this Bill of Sale as of the 1<sup>st</sup> day of July 2023.

Bud Balfour Insurance, Inc.

By:   
Charles S. Balfour, Jr. Owner/Principal

Apple Valley Agency, Inc.

By:   
David A Brush, President

## EXHIBIT A

1. All of the insurance business of Seller as of the date of this Bill of Sale as listed on Schedule 1.3 attached hereto, including, without limitation, all of Seller's rights, title and interest in and to all insurance accounts, insurance policies, customer lists, expirations, expiration lists, data, renewals, goodwill, books and records, and files and sales material in connection therewith.
2. All of the Seller's rights to any intangibles utilized by the Seller to the extent they are assignable by the Seller to the Buyer. This includes, and is not limited to, post office boxes, phone numbers, fax numbers, any trade names, trade secrets, marketing and selling processes, email addresses, domain names, and social media accounts.
3. All office furniture and equipment owned by the Seller.



State of Rhode Island  
**Department of State | Office of the Secretary of State**  
Gregg M. Amore, *Secretary of State*

I, GREGG M. AMORE, 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:

July 03, 2023 09:14 AM

A handwritten signature in black ink that reads "Gregg M. Amore".

Gregg M. Amore  
*Secretary of State*

