



State of Rhode Island
Office of the Secretary of State

Fee: \$150.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

Limited Liability Company

Articles of Organization

(Chapter 7-16-6 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the limited liability company is: VF PROPERTIES LLC

ARTICLE II

The street address (post office boxes are not acceptable) of the limited liability company's registered agent in Rhode Island is:

No. and Street: 450 VETERANS MEMORIAL PARKWAY
SUITE 7A

City or Town: EAST PROVIDENCE

State: RI

Zip: 02914

The name of the resident agent at such address is:

MONTALBANO, BELLIVEAU & ST. SAUVEUR, LLP

ARTICLE III

Under the terms of these Articles of Organization and any written operating agreement made or intended to be made, the limited liability company is intended to be treated for purposes of federal income taxation as:

Check one box only

disregarded as an entity separate from its member a partnership a corporation

ARTICLE IV

The address of its principal office of the limited liability company if it is determined at the time of organization:

No. and Street:

City or Town:

State:

Zip:

Country:

ARTICLE V

The limited liability company has the purpose of engaging in any lawful business, unless a more limited purpose is set forth in Article VI of these Articles of Organization.

The period of its duration is: Perpetual

ARTICLE VI

Additional provisions, if any, not inconsistent with law, which members elect to have set forth in these Articles of Organization, including, but not limited to, any limitation of the purposes or any other provision which may be included in an operating agreement:

1. ANY ACTION REQUIRED TO BE TAKEN AT A MEETING OF MEMBERS, OR ANY OTHER ACTION WHICH MAY BE TAKEN AT A MEETING OF MEMBERS, MAY BE TAKEN WITHOUT A MEETING IF A CONSENT IN WRITING, SETTING FORTH THE ACTION SO TAKEN, SHALL BE SIGNED BY ALL MEMBERS ENTITLED TO VOTE WITH RESPECT TO THE

SUBJECT MATTER
THEREOF.

2. EXCEPT FOR THOSE ACTIONS EXCLUDED BY SECTION 7-16-21(B)(1), (2) AND (3) OF THE RHODE ISLAND LIMITED LIABILITY COMPANY ACT, ANY ACTION REQUIRED OR PERMITTED TO BE TAKEN BY VOTE OF THE MEMBERS MAY BE TAKEN WITHOUT A MEETING ON THE WRITTEN CONSENT OF LESS THAN ALL OF THE MEMBERS ENTITLED TO VOTE ON SUCH ACTION, IF THE MEMBERS THAT CONSENT WOULD BE ENTITLED TO CAST AT LEAST THE MINIMUM NUMBER OF VOTES WHICH WOULD BE REQUIRED TO TAKE THE ACTION AT A MEETING AT WHICH ALL MEMBERS ENTITLED TO VOTE ON SUCH ACTION ARE PRESENT.

3. NO MEMBER SHALL HAVE PERSONAL LIABILITY TO THE COMPANY OR TO ANY OTHER MEMBER FOR MONETARY DAMAGES FOR BREACH OF SUCH MEMBER'S DUTY AS A MEMBER, PROVIDED THAT THIS PROVISION SHALL NOT ELIMINATE OR LIMIT THE LIABILITY OF SUCH MEMBER: (I) FOR ANY BREACH OF THE MEMBER'S DUTY OF LOYALTY TO THE COMPANY OR TO THE OTHER MEMBERS; (II) FOR ACTS OR OMISSIONS NOT IN GOOD FAITH OR WHICH INVOLVE INTENTIONAL MISCONDUCT OR A KNOWING VIOLATION OF LAW; (III) UNDER SECTION 7-16-32 OF THE RHODE ISLAND LIMITED LIABILITY COMPANY ACT; OR (IV) FOR ANY TRANSACTION FROM WHICH THE MEMBER DERIVED AN IMPROPER PERSONAL BENEFIT, UNLESS SUCH TRANSACTION WAS WITH THE INFORMED CONSENT OF THE OTHER MEMBERS.

4. THE OWNERSHIP OF THE COMPANY MAY BE SUBJECT TO TRANSFER RESTRICTIONS UNDER THE TERMS OF ITS OPERATING AGREEMENT, COPIES OF WHICH ARE ON FILE AT THE REGISTERED OFFICE OF THE COMPANY. MEMBERSHIP INTERESTS OF THE COMPANY ARE TRANSFERABLE ONLY UPON COMPLIANCE WITH THE PROVISIONS OF SUCH TRANSFER RESTRICTIONS.

ARTICLE VII

The limited liability company is to be managed by its Members* or Managers (check one)

*** If you checked to be managed by your MEMBERS (the owners) DO NOT complete the following section. Only complete the following section if you checked to be managed by MANAGERS.**

The name and address of each manager:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
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ARTICLE VIII

The date these Articles of Organization are to become effective, not prior to, nor more than 90 days after the filing of these Articles of Organization.

Later Effective Date:

This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the company, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-16.

Signed this 23 Day of April, 2024 at 5:40:12 PM by the Authorized Person.

S. JACOB PARRIS, ESQ.

Address of Authorized Signer:

450 VETERANS MEMORIAL PARKWAY SUITE 7A

EAST PROVIDENCE, RI 02914

Form No. 400
Revised 09/07

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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:

April 23, 2024 05:38 PM

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

Gregg M. Amore
Secretary of State

