

June 3, 1947

Secretary of State
State House
Providence, Rhode Island

Dear Sir:

You are hereby notified that, in connection with the consummation this day of the Plan of Simplification of the New England Power Association Holding-Company System, and pursuant to Paragraph 12 of the Order of the District Court of the United States for the District of Massachusetts dated June 18, 1946, with reference thereto, The Rhode Island Public Service Company was dissolved and terminated. A certified copy of such Order of the District Court is enclosed herewith.

Yours very truly,

THE RHODE ISLAND PUBLIC SERVICE COMPANY

By (Sgd.) William Webster

Enclosure

DEPARTMENT OF STATE
OFFICE OF
SECRETARY OF STATE
PROVIDENCE, R. I.

JUL 1 1947

NEW ENGLAND ELECTRIC SYSTEM

441 Stuart Street

Boston 16, Massachusetts

June 23, 1947

Secretary of State
State House
Providence, Rhode Island

Dear Sir:

THE NAME "NEW ENGLAND ELECTRIC SYSTEM" MEANS THE TRUSTEE OR TRUSTEES FOR THE TIME BEING (AS TRUSTEE OR TRUSTEES BUT NOT PERSONALLY) UNDER AN AGREEMENT AND DECLARATION OF TRUST DATED JANUARY 2, 1918, AS AMENDED, WHICH IS HEREBY REFERRED TO, AND A COPY OF WHICH AS AMENDED HAS BEEN FILED WITH THE COMMISSIONER OF CORPORATIONS AND TAXATION OF THE COMMONWEALTH OF MASSACHUSETTS. ANY AGREEMENT, OBLIGATION OR LIABILITY MADE, ENTERED INTO OR INCURRED BY OR ON BEHALF OF NEW ENGLAND ELECTRIC SYSTEM BINDS ONLY ITS TRUST ESTATE, AND NO SHAREHOLDER, DIRECTOR, TRUSTEE, OFFICER OR AGENT THEREOF ASSUMES OR SHALL BE HELD TO ANY LIABILITY THEREFOR.

Enclosed is a copy of letter of June 3, 1947 from The Rhode Island Public Service Company to you notifying you of the consummation of the Plan of Simplification of the New England Power Association Holding-Company System and of the dissolution and termination of The Rhode Island Public Service Company. This dissolution was by order of the District Court of the United States for the District of Massachusetts dated June 18, 1946, a copy of which, certified by the clerk of such Court, has been supplied to you. Such order approved such Plan of Simplification as fair and equitable and as appropriate to effectuate the provisions of Section 11 of the Public Utility Holding Company Act of 1935 and ordered the prompt consummation of such plan, which on March 14, 1946 had received the approval of the Securities and Exchange Commission. For the purpose of carrying out the Plan such court took exclusive jurisdiction of The Rhode Island Public Service Company. Such Order of the District Court of the United States for the District of Massachusetts was affirmed by the United States Circuit Court of Appeals for the First Circuit on April 11, 1947 and the mandate requiring compliance with said decision was issued and filed in the District Court on April 28, 1947.

You will note that Paragraph 12 of said Order of the District Court provides in part as follows:

"As of the time of the transfer of its assets to New England Electric System as above ordered, The Rhode Island Public Service Company is liquidated, dissolved and terminated; and its Board of Directors shall cause a certificate of dissolution and termination, including a reference to this Order, to be recorded or filed in such places as may be required by law or by the charter of The Rhode Island Public Service Company."

Such transfer of assets occurred on June 3, 1947. The directors of The Rhode Island Public Service Company have requested the undersigned to file a certificate of dissolution and termination. Accordingly the undersigned hereby certifies that The Rhode Island Public Service Company was dissolved and terminated on June 3, 1947, pursuant to said Order of the District Court.

Yours very truly,
NEW ENGLAND ELECTRIC SYSTEM

Sp. 100 *Sp. 100*

July 1, 1947

New England Electric System
441 Stuart Street
Boston 16, Massachusetts

In Re: THE RHODE ISLAND PUBLIC
SERVICE COMPANY

Gentlemen:

We wish to acknowledge receipt of a certified copy of the Order of the District Court of the United States for the District of Massachusetts, together with other documents certifying to the dissolution and termination of the above-named THE RHODE ISLAND PUBLIC SERVICE COMPANY, a Rhode Island corporation, incorporated under the general laws of the State of Rhode Island.

Very truly yours,

James C. Carr
Deputy Secretary of State

JCC/h

RECEIVED
OFFICE OF THE
DEPUTY SECRETARY OF STATE
JUL 1 1947

NEW BRIDGE AND ELECTRIC LIGHT
CO. INC. 1907

RECEIVED
JAN 10 1964

1. The first of these is the fact that the
2. Government of the United States has
3. been unable to secure the cooperation
4. of the United Kingdom in the
5. investigation of the activities of
6. the various groups and individuals
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Deputy, Chief
James C. Carr

ACB

DEPARTMENT OF STATE
OFFICE OF
SECRETARY OF STATE
PROVIDENCE; R. I.

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