



**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: 451 Legacy Investments 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: 40 WESTMINSTER STREET, STE. 1100

City or Town: PROVIDENCE

State: RI

Zip: 02903

The name of the resident agent at such address is: ALLISON FLEET, ESQ.

**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: 332 OLD BOSTON NECK ROAD

City or Town: SAUNDERSTOWN

State: RI Zip: 02874 Country: USA

**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:

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. NO MEMBER SHALL HAVE PERSONAL LIABILITY TO THE COMPANY OR TO ITS  
MEMBERS 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 ITS MEMBERS; (II) FOR ACTS OR OMISSIONS NOT IN GOOD FAITH OR  
WHICH  
INVOLVE INTENTIONAL MISCONDUCT OR A KNOWING VIOLATION OF LAW; (III)  
UNDER §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.

3. THE OWNERSHIP OF THE COMPANY IS SUBJECT TO TRANSFER RESTRICTIONS  
CONTAINED IN ITS OPERATING AGREEMENT AND COPIES THEREOF ARE ON FILE  
AT THE  
REGISTERED OFFICE OF THE COMPANY. MEMBERSHIP INTERESTS OF THE  
COMPANY ARE  
TRANSFERABLE ONLY UPON COMPLIANCE WITH THE PROVISIONS OF SAID  
TRANSFER  
RESTRICTION.

ARTICLE VII

The limited liability company is to be managed by its \_\_\_ Members\* or X 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<br>First, Middle, Last, Suffix | Address<br>Address, City or Town, State, Zip Code, Country |
|---------|------------------------------------------------|------------------------------------------------------------|
| MANAGER | DEREK CHARELLO                                 | 332 OLD BOSTON NECK ROAD<br>SAUNDERSTOWN, RI 02874 USA     |

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 3 Day of September, 2025 at 2:27:12 PM by the Authorized Person.**

DEREK CHARELLO

**Address of Authorized Signer:**

332 OLD BOSTON NECK ROAD

SAUNDERSTOWN, RI 02874

Form No. 400  
Revised 09/07

© 2007 - 2025 State of Rhode Island  
All Rights Reserved



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:

September 03, 2025 02:25 PM

A handwritten signature in black ink, reading "Gregg M. Amore". The signature is written in a cursive style.

Gregg M. Amore  
*Secretary of State*

