



**State of Rhode Island
Office of the Secretary of State**

Fee: \$230.00

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

**Workers' Cooperative
Articles of Incorporation**

(Chapter 7-6.2- of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the corporation is Bristol Co-op Incorporated

☒ This is a close corporation pursuant to § 7-1.2-1701 of the General Laws, 1956, as amended. (Uncheck if inapplicable.)

ARTICLE II

The total number of shares which the corporation has authority to issue is:
(Unless otherwise stated all authorized shares are deemed to have a nominal or par value of \$0.01 per share.)

Class of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>
CWP	\$1.0000	100.00

A statement of all or any of the designations and the powers, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them, which are permitted by the provisions of Chapter 7-1.2 of the General Laws, 1956, as amended, in respect of any class or classes of shares of the corporation and the fixing of which by the articles of association is desired, and an express grant of the authority as it may then be desired to grant to the board of directors to fix by vote or votes any of them that may be desired but which is not fixed by the articles:
THE CORPORATION SHALL HAVE ONE CLASS OF STOCK DESIGNATED "MEMBERSHIP SHARES."

- (A) AUTHORIZED SHARES. THE CORPORATION IS AUTHORIZED TO ISSUE 100 MEMBERSHIP SHARES, WITH A PAR VALUE OF \$1.00 PER SHARE.
- (B) OWNERSHIP. MEMBERSHIP SHARES MAY BE ISSUED ONLY TO NATURAL PERSONS WHO ARE EMPLOYEES OF THE CORPORATION AND HAVE BEEN ACCEPTED AS MEMBERS PURSUANT TO THE BYLAWS. NO PERSON MAY OWN MORE THAN ONE MEMBERSHIP SHARE.
- (C) VOTING RIGHTS. EACH MEMBERSHIP SHARE SHALL ENTITLE THE HOLDER TO ONE VOTE ON ALL MATTERS REQUIRING A VOTE OF SHAREHOLDERS. VOTING RIGHTS ARE LIMITED TO HOLDERS OF MEMBERSHIP SHARES.
- (D) TRANSFER RESTRICTIONS. MEMBERSHIP SHARES SHALL NOT BE TRANSFERRED, ASSIGNED, OR ENCUMBERED EXCEPT AS PROVIDED IN THE BYLAWS AND IN ACCORDANCE WITH R.I. GEN. LAWS § 7-6.2-6. UPON TERMINATION OF MEMBERSHIP, A MEMBER'S SHARE SHALL BE REDEEMED BY THE CORPORATION AT PAR VALUE OR SUCH OTHER AMOUNT AS PROVIDED IN THE BYLAWS.

(E) OTHER CLASSES OF SHARES. THE CORPORATION MAY, BY AMENDMENT TO THESE ARTICLES, AUTHORIZE ONE OR MORE ADDITIONAL CLASSES OF SHARES, WHICH MAY BE DESIGNATED AS PREFERRED OR INVESTMENT SHARES, HAVING SUCH RIGHTS, PREFERENCES, PRIVILEGES, AND RESTRICTIONS AS ARE DETERMINED BY THE BOARD OF DIRECTORS, PROVIDED THAT NO SUCH CLASS SHALL HAVE VOTING POWER EXCEPT AS REQUIRED BY LAW.

(F) BOARD AUTHORITY. TO THE EXTENT PERMITTED BY LAW, AUTHORITY IS EXPRESSLY GRANTED TO THE BOARD OF DIRECTORS TO FIX BY RESOLUTION THE DESIGNATIONS, PREFERENCES, LIMITATIONS, AND RELATIVE RIGHTS OF ANY ADDITIONAL CLASS OF SHARES THAT MAY BE AUTHORIZED.

ARTICLE III

The street address (post office boxes are not acceptable) of the initial registered office of the corporation is:

No. and Street: 700 NARRAGANSETT PARK DR STE 100
City or Town: PAWTUCKET State: RI Zip: 02861

The name of its initial registered agent at such address is NORTHWEST REGISTERED AGENT LLC

ARTICLE IV

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

ARTICLE V

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

ARTICLE VI

The name and address of the each incorporator is:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
INCORPORATOR	NICHOLAS ANDRE	655 METACOM AVE BRISTOL, RI 02809 USA

ARTICLE VII

These Articles of Incorporation shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing.

Later Effective Date:

Signed this 6 Day of October, 2025 at 2:47:22 PM by the incorporator(s). 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 corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.

 NICHOLAS ANDRE

Form No. 100
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:

October 06, 2025 02:46 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

