

State of New Hampshire

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William M. Gardner
Secretary of State

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Use black print or type.

RSA 293-A:2.02

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a corporation under the New Hampshire Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

FIRST: The name of the corporation is S.P. O'Neil & Co., Inc.

SECOND: The number of shares the corporation is authorized to issue: 500,000

THIRD: The name of the corporation's initial registered agent is Shawn O'Neil

and the **street address**, town/city (including zip code and post office box, if any) of its initial registered office is (agent's business address) 16 Jade Drive, Danville, NH 03819

FOURTH: The sale or offer for sale of any ownership interests in this business will comply with the requirements of the New Hampshire Uniform Securities Act (RSA 421-B).

FIFTH: The corporation is empowered to transact any and all lawful business for which corporations may be incorporated under RSA 293-A and the principal purpose or purposes for which the corporation is organized are:

State of New Hampshire
Form 11 - Articles of Incorporation 3 Page(s)



T1233405017

SIXTH: The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
<u>Holly Bejar</u>	<u>777 Main Street, Suite 600</u>
	<u>Fort Worth, TX 76102</u>

Holly Bejar

Incorporator(s)

Date signed: November 27, 2012

To receive your ANNUAL REPORT REMINDER NOTICE by email, please enter your email address here:

shawn-oneil@alum.nit.edu

DISCLAIMER: All documents filed with the Corporation Division become public records and will be available for public inspection in either tangible or electronic form.

Mail fees, DATED AND SIGNED ORIGINAL AND FORM SRA to: Corporation Division, Department of State, 107 North Main Street, Concord NH 03301-4989. Physical location: 25 Capitol Street, 3rd Floor, Concord, NH 03301.

**Form SRA – Addendum to Business Organization and Registration Forms
Statement of Compliance with New Hampshire Securities Laws**

Part I – Business Identification and Contact Information

Business Name: S.P. O'Neil & Co., Inc.

Business Address (include city, state, zip): 16 Jade Drive, Danville, NH 03819

Telephone Number: (603) 722-0569 E-mail: shawn_oneil@alum.rit.edu

Contact Person: Shawn O'Neil

Contact Person Address (if different): _____

Part II – Check ONE of the following items in Part II. If more than one item is checked, the form will be rejected. [**PLEASE NOTE:** Most small businesses registering in New Hampshire qualify for the exemption in Part II, Item 1 below. **However**, you must insure that your business meets all of the requirements spelled out in A), B), and C)]:

- 1. Ownership interests in this business are exempt from the registration requirements of the state of New Hampshire because the business meets ALL of the following three requirements:
 - A) This business has **10 or fewer owners**; and
 - B) Advertising **relating to the sale of ownership interests** has not been circulated; and
 - C) Sales of ownership interests – if any – will be **completed within 60 days** of the formation of this business.
- 2. This business will offer securities in New Hampshire under another exemption from registration or will notice file for federal covered securities. Enter the citation for the exemption or notice filing claimed - _____
- 3. This business has registered or will register its securities for sale in New Hampshire. Enter the date the registration statement was or will be filed with the Bureau of Securities Regulation - _____
- 4. This business was formed in a state other than New Hampshire and will not offer or sell securities in New Hampshire.

Part III – Check ONE of the following items in Part III:

- 1. This business **is not being** formed in New Hampshire.
- 2. This business **is** being formed in New Hampshire and the registration document states that any sale or offer for sale of ownership interests in the business will comply with the requirements of the New Hampshire Uniform Securities Act.

Part IV – Certification of Accuracy

(NOTE: The information in Part IV must be certified by: 1) all of the incorporators of a corporation to be formed; or 2) an executive officer of an existing corporation; or 3) all of the general partners or intended general partners of a limited partnership; or 4) one or more authorized members or managers of a limited liability company; or 5) one or more authorized partners of a registered limited liability partnership or foreign registered limited liability partnership.)

I (We) certify that the information provided in this form is true and complete. (Original signatures only)

Name (print): Holly Bejar Signature: Holly Bejar

Date signed: November 27, 2012

Name (print): _____ Signature: _____

Date signed: _____

Name (print): _____ Signature: _____

Date signed: _____