



STATE OF VERMONT  
Office of Secretary of State

CERTIFICATE OF INCORPORATION

I certify that the attached is a true copy of the Articles of Incorporation of

**SESSIONS, KEINER, DUMONT, BARNES & EVERITT, P.C.**

filed with the Office of the Secretary of State on July 8, 19 92.

The corporate existence shall begin upon the issuance of this Certificate of Incorporation, and this Certificate shall be conclusive evidence that all conditions precedent to incorporation required to be performed by the incorporators have been complied with and that the corporation has been incorporated under the Vermont Professional Corporation Act (11 V.S.A. Chapter 3).

RECEIVED  
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CRIMINAL DIVISION  
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INTERNAL SECURITY  
SECTION  
REGISTRATION UNIT

July 8, 1992

Date

Paul S. Geller  
Deputy Secretary of State



The following information must be completed by PROFESSIONAL CORPORATIONS.

In compliance with the Professional Corporation Act (11 V.S.A. Chapter 3) the

Name of the professional branch

\_\_\_\_\_ hereby certifies that the below listed incorporators, officers, directors and shareholders of the Professional Corporation are duly licensed or admitted to practice the profession for which this corporation is to be organized. NOTE: One individual may incorporate, be officer, director and shareholder in a Professional Corporation.

Incorporators	Address	License No.	Expiration Date
William K. Sessions, III, Esq.			
Robert P. Keiner, Esq.			
James A. Dumont, Esq.			
Bonnie Barnes, Esq.			
Sandra W. Everitt, Esq.			

**Officers**

President- William K. Sessions, III, Esq.  
 Vice-President- Robert P. Keiner, Esq.  
 Secretary - James A. Dumont, Esq.  
 Treasurer- Bonnie Barnes, Esq.

**Directors**

same as Incorporators

**Shareholders**

same as Incorporators

*Do not write below this line. To be completed by the VERMONT REGULATING BOARD*

Name of Regulating Board

BY:

TITLE:

printed on recycled paper

No. \_\_\_\_\_  
 ARTICLES OF ASSOCIATION  
 OF THE  
 SESSIONS, KEINER, DUMONT, BARNES & EVERITT, P.C.

STATE OF VERMONT

Secretary of State's Office

Filed

July 8 1992  
*Robert P. Keiner*  
 Secretary of State

VERMONT SECRETARY OF STATE  
 92 JUL 8 PM 1 01  
 Fee Paid: \$

ARTICLES OF ASSOCIATION

The name of the corporation shall be Sessions, Keiner, Dumont, Barnes, & Everitt, P.C.
The initial registered agent shall be James A. Dumont, Esq.
with registered agent's address at 72 Court Street, Middlebury, Vermont 05753
The corporation shall be located at 72 Court St., Middlebury, Vermont 05753
The operating year shall be: Calendar X Fiscal (Month-day)

If a fiscal year ending is not specified, the calendar year ending December 31st shall be designated as your fiscal year ending.
The period of duration shall be (if not perpetual, so state) perpetual.

Please check appropriate box:

- Vermont General Corporation (T. 11, Ch. 17)
Vermont Professional Corporation (T. 11, Ch. 3)
Vermont Non-Profit Corporation (T. 11, Ch. 19)
Cooperative Marketing Act (T. 11, Ch. 7)
Cooperative Housing Ownership Act (T. 11, Ch. 14)

This corporation is organized for the purpose of: The practice of law and ancillary services as provided by Vermont law.

Here set out payment clearly and briefly, using separate paragraphs to cover each separate purpose.

The following information regarding shares must be completed by business corporations. Non-profit corporations cannot have shares.

The aggregate number of shares the corporation shall have authority to issue is 200 shares, common, with a par value of (if no par value, so state) \$100.00
shares, preferred, with a par value of (if no par value, so state) \$.

If preferred shares are provided for, state here their terms. If shares are to be divided into classes or series, state here the designations, preferences, limitations, and rights of each class or series.

Directors: Business corporations with three or more shareholders must have at least three directors. If there are fewer than three shareholders, the number of directors may be equal to, but not less than, the number of shareholders.

Non-profit corporations must have at least three directors.

The initial board of directors shall have 5 members with the following serving as directors until their successors are elected and qualify:

If fewer than three directors are named, then the number of shareholders can not exceed the number of directors.

- Directors: William K. Sessions, III, Esq., 72 Court St., Middlebury, Vt. 05753
Robert P. Keiner, Esq.
James A. Dumont, Esq.
Ronnie Barnes, Esq.
Sandra M. Everitt, Esq.

Dated at Middlebury, Vermont, in the County of Green, this 30 day of June, 1982.

Each incorporator must sign. Reside of each Incorporator: Middlebury, Vermont 05753
Sessions, Keiner, Dumont, Barnes, & Everitt, P.C.
James A. Dumont, Esq.
Ronnie Barnes, Esq.
Sandra M. Everitt, Esq.

IN ADDITION TO ALL THE PRECEDING INFORMATION, VERMONT PROFESSIONAL CORPORATIONS MUST COMPLETE THE CERTIFICATE ON THE LAST PAGE OF THIS APPLICATION.

EACH VERMONT CORPORATION MUST FILE AN ANNUAL REPORT WITHIN TWO AND ONE HALF (2 1/2) MONTHS AFTER THE EXPIRATION OF ITS FISCAL YEAR ENDING.