

Filing and License Fee: \$230.00 minimum

ID Number: \_\_\_\_\_



**STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS**

Office of the Secretary of State  
Corporations Division  
148 W. River Street  
Providence, Rhode Island 02904-2615

2009 MAY 22 AM 8:29  
CORPORATIONS DIV

**PROFESSIONAL SERVICE CORPORATION**

**ARTICLES OF INCORPORATION**

The undersigned acting as incorporator(s) of a professional service corporation under Chapters 7-5.1 and 7-1.2 of the General Laws of Rhode Island, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is Penny Kadmon M.D., Inc.

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

2. The profession to be practiced through the professional service corporation is Medical Doctor

3. The total number of shares which the corporation has authority to issue is:

(a) If only one class: Total number of shares 600 No Par / Common

or

(b) If more than one class: Total number of shares of each class \_\_\_\_\_

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:

4. The address of the initial registered office of the corporation is 341 Cole Avenue

(Street Address, not P.O. Box)

Providence

(City/Town)

, RI 02916

(Zip Code)

and the name of its initial registered agent

at such address is Penny Kadmon

(Name of Agent)

5. The corporation shall have perpetual existence until dissolved or terminated in accordance with Chapter 7-1.2.

6. Unless otherwise stated all authorized shares are deemed to have a nominal or par value of \$0.01 per share.

**FILED**

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

None

8. The name and address of each incorporator is:

	<u>Name</u>	<u>Address</u>
	Penny Kadmon	341 Cole Avenue, Providence, RI 02916

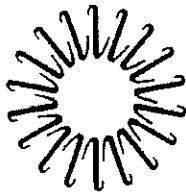
9. These Articles of Incorporation shall be effective upon filing unless a specified date is provided which shall be no later than the 90<sup>th</sup> day after the date of this filing \_\_\_\_\_

Under penalty of perjury, I/we declare and affirm that I/we have examined these Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 5/22/09

Penny Kadmon, M.D.

\_\_\_\_\_  
Signature of each Incorporator



# Lifespan Risk Services, Inc.

The Coro Building  
167 Point Street, Room 170  
Providence, RI 02903  
Tel: 401-444-2018  
Fax: 401-444-8963

## LIFESPAN MALPRACTICE PLAN (LMP) PROFESSIONAL LIABILITY (RI-INDEM) VERIFICATION OF INDEMNIFICATION Physician (P)

This is to verify that the individual listed below is indemnified for professional liability claims in accordance with the Indemnification Agreement referenced below provided by the Indemnifying Lifespan Hospital identified below.

- Indemnification only applies to the individual's activities and services that are part of such individual's relationship with the MPG listed below.
- Indemnification is contingent upon the individual's continuing to meet the criteria for indemnification, including any applicable annual certification of compliance of LMP.

All inquiries concerning this Verification of Indemnification should be directed to Lifespan Risk Services, Inc. at the address noted above.

### 2008/2009 LMP - RI INDEMNIFICATION

Indemnifying Lifespan Hospital (Indemnitor):  
Indemnified Individual (IMPRO):  
Indemnified Medical Practice Group (MPG):  
Relationship with MPG Employer:  
Indemnification Agreement Number:  
Indemnification Retroactive Date:  
Original Inception Date:  
Exposures Covered by this Indemnification Agreement:  
Current Indemnification Coverage Period:  
Limits of Indemnification:

**Rhode Island Hospital**  
**Penny M. Kadmon, M.D.**  
Penny Kadmon, M.D.  
Employed Attending Physician  
2009-P230105  
9/1/2005  
9/1/2005  
Individual Medical Professional's Liability (claims made)  
10/01/2008 – 09/30/2009  
\$1,000,000 Each **Medical Incident**  
\$3,000,000 Aggregate  
Said Limits of Indemnification are shared by the Indemnified Individual Medical Professional (IMPRO) and the Indemnified Medical Practice Group (MPG)

Other Approved Locations:

### CAVEAT

This Verification of Indemnification is issued as a matter of information only and confers no rights whatsoever upon the recipient or the listed indemnified individual. All questions as to the specific indemnification afforded under the Indemnification Agreement should be determined by reference to such Agreement. This Verification of Indemnification does not alter, amend, waive or vary any of the terms or conditions of such Agreement. Lifespan Risk Services, Inc. assumes no responsibility for any mistake or failure to give notice of any changed circumstances affecting indemnity. Other indemnity is neither expressed nor implied.

**"Moonlighting"** is not covered unless expressly approved by Lifespan Risk Services. Please contact Lifespan Risk Services for details.

Rick Almeida, MBA  
Director, Insurance & Business Operations  
Lifespan Risk Services, Inc.

September 9, 2008  
Date signed



# State of Rhode Island and Providence Plantations

**A. Ralph Mollis**

*Secretary of State*

## STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island  
and Providence Plantations, 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:

A. RALPH MOLLIS

*Secretary of State*

