

Filing Fee \$50.00



Corp. I.D. # 21195

State of Rhode Island and Providence Plantations

Office of The Secretary of State
100 North Main Street
Providence, Rhode Island
02903-1335

PLEASE TAKE NOTICE that the corporation must be in good standing prior to filing

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF**

RIVERVIEW NURSING HOME, INC.

Pursuant to the provisions of Section 7-1.1-56 of the General Laws, 1956, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is RIVERVIEW NURSING HOME, INC.

SECOND: The shareholders of the corporation on October 23, 1996, in the manner prescribed by Chapter 7-1.1 of the General Laws, 1956, as amended, adopted the following amendment (s) to the Articles of Incorporation:

[Insert Amendment (s)]

Riverview Nursing Home, Inc. shall be required to (a) create a private corporation to construct or to acquire a (rental housing project or health care facility) and to operate the same; (b) to enable the financing of the construction of such (rental housing project or health care facility) with the assistance of mortgage insurance under the National Housing Act; (c) to enter into, perform, and carry out contracts of any kind necessary to, or in connection with, or incidental to, the accomplishment of the purposes of the corporation, including, expressly, any contract or contracts with the Secretary of Housing and Urban Development which may be desirable or necessary to comply with the requirements of the National Housing Act, as amended, and the Regulations of the Secretary thereunder, relating to the regulation or restriction of mortgagors as to rents, sales, charges, capital structure, rate of return and methods of operation; (d) to acquire any property, real or personal, in fee or under lease, or any rights therein or appurtenants thereto, necessary for the construction and operation of (the rental housing project or health care facility); and (e) to borrow money, and issue evidence of indebtedness, and to secure the same by mortgage, deed of trust, pledge, or other lien in furtherance of any or all of the objects of its business in connection with the (rental housing project or health care facility).

Powers

The corporation shall have the power to do and perform all things whatsoever set out in the PURPOSES section, and necessary or incidental to the accomplishment of said purposes.

The corporation, specifically and particularly, shall have the power and authority to enter into a Regulatory Agreement with the Secretary of Housing and Urban Development setting out the requirements of the Department.

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By [Signature]
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THIRD: The number of shares of the corporation outstanding at the time of such adoption was 1000; and the number of shares entitled to vote thereon was 1000.

FOURTH: The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows: (if inapplicable, insert "none")

<u>Class</u>	<u>Number of Shares</u>
Common/No Par	1000

FIFTH: The number of shares voted for such amendment was 1000; and the number of shares voted against such amendment was 0.

SIXTH: The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was: (if inapplicable, insert "none")

<u>Class</u>	<u>Number of Shares Voted</u>	
	<u>For</u>	<u>Against</u>
Common	1000	0

SEVENTH: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows: (If no change, so state)

There shall be no exchange, reclassification or cancellation of issued shares.

EIGHTH: The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital as changed by such amendment, are as follows: (If no change, so state)

There shall be no change in the amount of stated capital.

Dated 10/23, 19.96

By David M. Ryan
Its President or Vice President
and George E. Babcock
Its Secretary or Assistant Secretary

STATE OF RHODE ISLAND

COUNTY OF PROVIDENCE

} Sc.

At Providence in said County on this 2nd day
of October, 1996, personally appeared before
me David M. Ryan

who being by me first duly sworn, declared that he/she is the
President of Riverview Nursing Home, Inc.

that he/she signed the foregoing document as President of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

Gina M. D'Amico
Notary Public
My Com Expires 8/15/98