

Examiner

BCRF
FEDERAL IDENTIFICATION
NO. 04-3425902

BWPO
FEDERAL IDENTIFICATION
NO. 04-3466314
Fee: \$35.00

mr
The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF *CONSOLIDATION / *MERGER
(General Laws, Chapter 180, Section 10)
Domestic and Domestic Corporations

*Consolidation / *merger of

6/9/98
(m) BRIGHAM COMMUNITY RADIOLOGY *043425902*
FOUNDATION, INC. *and*
BRIGHAM AND WOMEN'S PHYSICIANS
(S) ORGANIZATION, INC. *043466314*
4/28/99 ~~XXXX~~

the constituent corporations, into
BRIGHAM AND WOMEN'S PHYSICIANS
ORGANIZATION, INC.

*one of the constituent corporations / ~~XXXXXXXXXXXX~~

The undersigned officers of each of the constituent corporations certify under the penalties of perjury as follows:

1. The agreement of ~~XXXXXXXXXX~~ / *merger was duly adopted in accordance and compliance with the requirements of General Laws, Chapter 180, Section 10.
2. That if any of the constituent corporations constitutes a public charity, then the resulting or surviving corporation shall be a public charity.
3. The resulting or surviving corporation shall furnish a copy of the agreement of ~~XXXXXXXXXX~~ / *merger to any of its members or to any person who was a stockholder or member of any constituent corporation upon written request and without charge.
4. The effective date of the *consolidation / *merger determined pursuant to the agreement of ~~XXXXXXXXXX~~ / *merger shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing:

January 1, 2006

5. (For a merger) NONE

(a) The following amendments to the Articles of Organization of the *surviving* corporation have been effected pursuant to the agreement of merger:

C ☐
P ☐
M ☐
R.A. ☐

6
P.C.

*Delete the inapplicable word.

(For a consolidation)

(b) The purpose of the *resulting* corporation is to engage in the following activities:

N/A

“(c) The resulting corporation may have one or more classes of members. If it does, the designation of such class or classes, the manner of election or appointment, the duration of membership and the qualification and rights, including voting rights, of the members of each class, may be set forth in the bylaws of the corporation or may be set forth below:

NONE

“(d) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the resulting corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:

NONE

6. The information contained in Item 6 is *not* a permanent part of the Articles of Organization of the ~~resulting~~ surviving corporation.

(a) The street address of the ~~resulting~~ surviving corporation in Massachusetts is: *(post office boxes are not acceptable)*

75 FRANCIS STREET, BOSTON, MA 02115

**Delete the inapplicable word.*

***If there are no provisions state "None".*

(b) The name, residential address and post office address of each director and officer of the ~~XXXXXX~~ / *surviving corporation is:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	SEE CONTINUATION SHEET 6(b) ATTACHED HERETO AND INCORPORATED HEREIN BY REFERENCE		
Treasurer:			
Clerk:	SEE CONTINUATION SHEET 6(b) ATTACHED HERETO AND INCORPORATED HEREIN BY REFERENCE		
Directors:			

(c) The fiscal year (i.e. tax year) of the ~~XXXXXX~~ / *surviving corporation shall end on the last day of the month of: September

(d) The name and business address of the resident agent, if any, of the ~~XXXXXX~~ / *surviving corporation is: None

The undersigned officers of the several constituent corporations listed herein further state under the penalties of perjury as to their respective corporations that the agreement of ~~XXXXXX~~ / *merger has been duly executed on behalf of such corporations and duly approved by the members ~~XXXXXX~~ of such corporations in the manner required by General Laws, Chapter 180, Section 10.

TO BE EXECUTED ON BEHALF OF EACH CONSTITUENT CORPORATION

Steve Selj _____, *President ~~XXXXXX~~

Deion F. Chiongo _____, *Clerk ~~XXXXXX~~

of BRIGHAM COMMUNITY RADIOLOGY FOUNDATION, INC.

(Name of constituent corporation)

[Signature] _____, *President ~~XXXXXX~~

[Signature] _____, *Clerk ~~XXXXXX~~

of BRIGHAM AND WOMEN'S PHYSICIANS ORGANIZATION, INC.

(Name of constituent corporation)

*Delete the inapplicable words.

ATTACHMENT 6(b)

BRIGHAM AND WOMEN'S PHYSICIANS ORGANIZATION, INC.

OFFICERS AND TRUSTEES

Each Officer and Trustee term shall expire at the next Annual Meeting or when a successor is duly elected and qualified

OFFICERS

ADDRESS

President	Troyen A. Brennan, M.D. 23 Philbrick Road Brookline, MA 02445
Treasurer	William C. Johnston 27 Sedgewick Drive Scituate, MA 02066
Clerk	Susan Williams, Esq. 10 Fales Road Sharon, MA 02067

TRUSTEES

ADDRESS

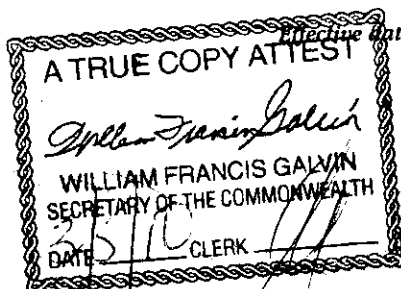
Robert L. Barbieri, M.D.	1 Greenbough Lane Wellesley, MA 02181
Peter M. Black, M.D., Ph.D.	13 Louisburg Square Boston, MA 02108
Jonathan F. Borus, M.D.	48 Avondale Road Newton, MA 02459
Troyen A. Brennan, M.D.	23 Philbrick Road Brookline, MA 02445
Gregory Brick, M.D.	19 Cornell Road Wellesley, MA 02482
Lawrence Cohn, M.D.	45 Singletree Road Chestnut Hill, MA 02467
Peter Doubilet, M.D.	52 Bradyll Road Weston, MA 02493
Michael Gimbrone, M.D.	30 Hopkins Road Jamaica Plain, MA 02130
Gary L. Gottlieb, M.D., M.B.A.	5 Kensington Circle Chestnut Hill, MA 02467
Jay R. Harris, M.D., MBA	12 Byfield Road Newton, MA 02468

Thomas S. Kupper, M.D.	8 Surrey Lane Weston, MA 02493
Gloria C. Larson	30 Main Street Yarmouthport, MA 02675
Joseph Loscalzo, M.D., Ph.D.	16 Ledgewood Drive Dover, MA 02030
Peter Mauch, M.D.	12 Fairfield Street Boston, MA 02116
Joseph C. McNay	206 Chestnut Hill Road Chestnut Hill, MA 02467
Michael F. O'Connell, M.D.	3 Sias Lane Wenham, MA 01984
Patrick Thomas O'Gara, M.D.	6 Forest Avenue W. Newton, MA 02465
Patricia P. Petraglia	127 Farm Street Dover, MA 02030
Marc A. Pfeffer, M.D.	1110 West Roxbury Parkway Chestnut Hill, MA 02467
Martin A. Samuels, M.D.	60 Queensbury Street, Apt. 18 Boston, MA 02215
Frederick J. Schoen, M.D.	135 High Street Boston, MA 02445
Steven E. Seltzer, M.D.	236 Walnut Street Brookline, MA 02445
J. Dale Sherratt	86 Farm Road Sherborn, MA 01770-7077
David J. Sugarbaker, M.D.	1015 Brook Road Milton, MA 02186
Thomas S. Thornhill, M.D.	84 Strawberry Hill Dover, MA 02030
Charles A. Vacanti, M.D.	355 Pond Street Uxbridge, MA 01569
Ron M. Walls, M.D.	122 Cliff Road Wellesley, MA 02481
Anthony D. Whittemore, M.D.	148 Farm Road Sherborn, MA 01770
Richard Zane, M.D.	60 Linden Glen Road Canton, MA 02021
Michael J. Zinner, M.D.	975 Memorial Drive Cambridge, MA 02138

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ~~CONSOLIDATION~~ / *MERGER
(General Laws, Chapter 180, Section 10)
Domestic and Domestic Corporations

I hereby approve the within Articles of ~~Consolidation~~ / *Merger and,
the filing fee in the amount of \$ 35, having been paid,
said articles are deemed to have been filed with me this 20th
day of December, 2005.



WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

962541

SECRETARY OF STATE
RECEIVED
JAN 20 11 54 AM
CORPORATION DIVISION

TO BE FILLED IN BY CORPORATION
Contact information:

Christine M. Brennan
Partners Healthcare System, Inc.
Office of the General Counsel
50 Staniford Street, Suite 1000
Boston, MA 02114
Telephone: 617-724-8091
Email: cbrennan@partners.org

A copy this filing will be available on-line at www.state.ma.us/sec/cor
once the document is filed.

8

Examiner

MP

043277859

FEDERAL IDENTIFICATION
NO. 043277859

FEDERAL IDENTIFICATION
NO. 043466314
Fee: \$35.00

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF *CONSOLIDATION / *MERGER (General Laws, Chapter 180, Section 10) Domestic and Domestic Corporations

*~~CONSOLIDATION~~ / *merger of

(m) Brigham and Women's 4/14/95 043277859

Physician Hospital Organization, Inc.

and

(S) Brigham and Women's Physicians 043466314
Organization, Inc. 4/28/99
the constituent corporations, into

Brigham and Women's Physicians
Organization, Inc.

one of the constituent corporations / ~~~~CONSOLIDATION~~~~

The undersigned officers of each of the constituent corporations certify under the penalties of perjury as follows:

1. The agreement of ~~*~~CONSOLIDATION~~~~ / *merger was duly adopted in accordance and compliance with the requirements of General Laws, Chapter 180, Section 10.
2. That if any of the constituent corporations constitutes a public charity, then the resulting or surviving corporation shall be a public charity.
3. The resulting or surviving corporation shall furnish a copy of the agreement of ~~*~~CONSOLIDATION~~~~ / *merger to any of its members or to any person who was a stockholder or member of any constituent corporation upon written request and without charge.
4. The effective date of the ~~*~~CONSOLIDATION~~~~ / *merger determined pursuant to the agreement of ~~*~~CONSOLIDATION~~~~ / *merger shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing:

January 1, 2006

5. (For a merger)

- (a) The following amendments to the Articles of Organization of the *surviving* corporation have been effected pursuant to the agreement of merger:

none

C ☐
P ☐
M ☐
R.A. ☐

6

P.C.

*Delete the inapplicable word.

(For a consolidation)

(b) The purpose of the *resulting* corporation is to engage in the following activities:

N/A

******(c) The resulting corporation may have one or more classes of members. If it does, the designation of such class or classes, the manner of election or appointment, the duration of membership and the qualification and rights, including voting rights, of the members of each class, may be set forth in the bylaws of the corporation or may be set forth below:

N/A

******(d) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the resulting corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:

none

6. The information contained in Item 6 is *not* a *permanent* part of the Articles of Organization of the ~~XXXXXX~~ / *surviving corporation.

(a) The street address of the ~~XXXXXX~~ / *surviving corporation in Massachusetts is: *(post office boxes are not acceptable)*

75 Francis Street
Boston, MA 02115

*Delete the inapplicable word.

******If there are no provisions state "None".

(b) The name, residential address and post office address of each director and officer of the ~~XXXXXX~~ / *surviving corporation is:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:			
Treasurer:		See continuation sheet 6(b) Attached Hereto	
		and incorporated Herein by Reference	
Clerk:			
Directors:			

(c) The fiscal year (i.e. tax year) of the ~~XXXXXX~~ / *surviving corporation shall end on the last day of the month of: September

(d) The name and business address of the resident agent, if any, of the ~~XXXXXX~~ / *surviving corporation is: None

The undersigned officers of the several constituent corporations listed herein further state under the penalties of perjury as to their respective corporations that the agreement of ~~XXXXXX~~ / *merger has been duly executed on behalf of such corporations and duly approved by the members ~~XXXXXX~~ / *of such corporations in the manner required by General Laws, Chapter 180, Section 10.

TO BE EXECUTED ON BEHALF OF EACH CONSTITUENT CORPORATION

_____, *President / ~~Vice President~~
_____, ~~XXXX~~ *Assistant Clerk
of Brigham and Women's Physician Hospital Organization, Inc.
(Name of constituent corporation)

_____, *President / ~~Vice President~~
_____, *Clerk / ~~Assistant Clerk~~
of Brigham and Women's Physicians Organization, Inc.
(Name of constituent corporation)

*Delete the inapplicable words.

ATTACHMENT 6(b)

BRIGHAM AND WOMEN'S PHYSICIANS ORGANIZATION, INC.

OFFICERS AND TRUSTEES

Each Officer and Trustee term shall expire at the next Annual Meeting or when a successor is duly elected and qualified

OFFICERS

ADDRESS

President	Troyen A. Brennan, M.D. 23 Philbrick Road Brookline, MA 02445
Treasurer	William C. Johnston 27 Sedgewick Drive Scituate, MA 02066
Clerk	Susan Williams, Esq. 10 Fales Road Sharon, MA 02067

TRUSTEES

ADDRESS

Robert L. Barbieri, M.D.	1 Greenbough Lane Wellesley, MA 02181
Peter M. Black, M.D., Ph.D.	13 Louisburg Square Boston, MA 02108
Jonathan F. Borus, M.D.	48 Avondale Road Newton, MA 02459
Troyen A. Brennan, M.D.	23 Philbrick Road Brookline, MA 02445
Gregory Brick, M.D.	19 Cornell Road Wellesley, MA 02482
Lawrence Cohn, M.D.	45 Singletree Road Chestnut Hill, MA 02467
Peter Doubilet, M.D.	52 Bradyll Road Weston, MA 02493
Michael Gimbrone, M.D.	30 Hopkins Road Jamaica Plain, MA 02130
Gary L. Gottlieb, M.D., M.B.A.	5 Kensington Circle Chestnut Hill, MA 02467
Jay R. Harris, M.D., MBA	12 Byfield Road Newton, MA 02468

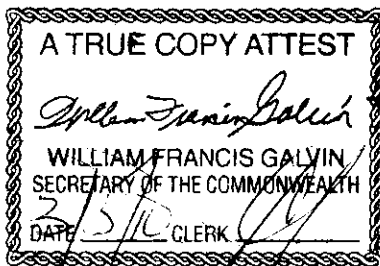
Thomas S. Kupper, M.D.	8 Surrey Lane Weston, MA 02493
Gloria C. Larson	30 Main Street Yarmouthport, MA 02675
Joseph Loscalzo, M.D., Ph.D.	16 Ledgewood Drive Dover, MA 02030
Peter Mauch, M.D.	12 Fairfield Street Boston, MA 02116
Joseph C. McNay	206 Chestnut Hill Road Chestnut Hill, MA 02467
Michael F. O'Connell, M.D.	3 Sias Lane Wenham, MA 01984
Patrick Thomas O'Gara, M.D.	6 Forest Avenue W. Newton, MA 02465
Patricia P. Petraglia	127 Farm Street Dover, MA 02030
Marc A. Pfeffer, M.D.	1110 West Roxbury Parkway Chestnut Hill, MA 02467
Martin A. Samuels, M.D.	60 Queensbury Street, Apt. 18 Boston, MA 02215
Frederick J. Schoen, M.D.	135 High Street Boston, MA 02445
Steven E. Seltzer, M.D.	236 Walnut Street Brookline, MA 02445
J. Dale Sherratt	86 Farm Road Sherborn, MA 01770-7077
David J. Sugarbaker, M.D.	1015 Brook Road Milton, MA 02186
Thomas S. Thornhill, M.D.	84 Strawberry Hill Dover, MA 02030
Charles A. Vacanti, M.D.	355 Pond Street Uxbridge, MA 01569
Ron M. Walls, M.D.	122 Cliff Road Wellesley, MA 02481
Anthony D. Whittemore, M.D.	148 Farm Road Sherborn, MA 01770
Richard Zane, M.D.	60 Linden Glen Road Canton, MA 02021
Michael J. Zinner, M.D.	975 Memorial Drive Cambridge, MA 02138

214

THE COMMONWEALTH OF MASSACHUSETTS
ARTICLES OF ~~*CONSOLIDATION*~~ *MERGER*
 (General Laws, Chapter 180, Section 10)
 Domestic and Domestic Corporations

I hereby approve the within Articles of ~~*CONSOLIDATION*~~ / *Merger and,
 the filing fee in the amount of \$ 35, having been paid,
 said articles are deemed to have been filed with me this 20
 day of December, 20 05.

Effective date: January 1, 2006



William Francis Galvin
 WILLIAM FRANCIS GALVIN
 Secretary of the Commonwealth

RECEIVED
 SECRETARY OF STATE
 FEB 10 2006

962540

TO BE FILLED IN BY CORPORATION
 Contact information:

Christine M. Brennan
Partners Healthcare System, Inc.
Office of General Counsel
50 Staniford Street, Suite 1000
Boston, MA 02114

Telephone: 617-724-8091

Email: cbrennan@partners.org

A copy this filing will be available on-line at www.state.ma.us/sec/cor
 once the document is filed.