

Filing Fee: \$10.00

ID Number: 28426



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

NON-PROFIT CORPORATION

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION**

Pursuant to the provisions of Section 7-6-40 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is University Cardiology Foundation, Inc.

2. The following amendment to the Articles of Incorporation was adopted by the corporation:

[Insert Amendment]

Article SEVENTH is hereby amended in its entirety as follows:

The Corporation shall be a memberless corporation. The affairs and business of the Corporation shall be governed and managed by the Board of Trustees. The Trustees and Officers of the Corporation, their terms of office, method of selection, and respective duties shall be as defined and established by the By-Laws.

Article NINTH is hereby amended in its entirety as follows:

Except as may be otherwise required by law, these Articles of Incorporation shall be amended only upon the vote of two-thirds of the Board of Trustees at a meeting duly called for the purpose pursuant to the By-Laws, the notice for which shall contain the substance of such amendment to the Articles to be considered, provided, however, that no such amendment shall authorize or permit the Corporation to be operated otherwise than exclusively for charitable, scientific and education purposes.

Article FIRST is hereby amended in its entirety as follows: The name of the Corporation is Lifespan Physician Group, Inc.

FILED

MAY 25 2012

By

171314

DS 1:01

3. The amendment was adopted in the following manner:

(check one box only)

- ☐ The amendment was adopted at a meeting of the members held on _____, at which meeting a quorum was present, and the amendment received at least a majority of the votes which members present or represented by proxy at such meeting were entitled to cast.
- ☐ The amendment was adopted by a consent in writing on _____, signed by all members entitled to vote with respect thereto.
- ☒ The amendment was adopted at a meeting of the Board of Directors held on **May 7, 2012** and received the vote of a majority of the directors in office, there being no members entitled to vote with respect thereto.

4. Date when amendment is to become effective upon filing
(not prior to, nor more than 30 days after, the filing of these Articles of Amendment)

Date: 5/22/12

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

University Cardiology Foundation, Inc.

Print Corporate Name

By Peter Sellen

☒ President or ☐ Vice President (check one)

By AND [Signature]

☒ Secretary or ☐ Assistant Secretary (check one)



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

