

Filing and License Fee: \$310.00 minimum



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY

2013 AUG 30 PM 3:57  
SECRETARY OF STATE  
CORPORATIONS DIV

Pursuant to the provisions of Section 7-1.2-1405 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is Woonsocket Urgent Care, P.C.
2. It is incorporated under the laws of Massachusetts
3. The name, if different, which it elects to use in Rhode Island is:
  - (a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "incorporated", or "limited" or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:
  - (b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:
4. The date of its incorporation is October 28, 2005 and the period of its duration is Perpetual
5. The address of its principal office is 1210 Boston-Providence Turnpike, Norwood, Massachusetts 02062
6. The address of its proposed registered office in Rhode Island is c/o DarrowEverett LLP, One Turks Head Place, Suite 1200  
(Street Address, not P.O. Box)  
Providence, RI 02903 and the name of its proposed registered agent in Rhode Island at  
(City/Town) (Zip Code)  
that address is Kurt T Kalberer II, Esq.  
(Name of Agent)
7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:  
Provision of professional medical services and products ancillary thereto.
8. (a) The names and respective addresses of its directors (optional unless directors are required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
Director	<u>Yusef Haj-Darwish</u>	<u>10 Chive Drive, Sharon, MA 02067</u>
Director	<u>Paul Vallera</u>	<u>6 Latham Farm Road, Smithfield, RI 02917</u>
Director	<u></u>	<u></u>
Director	<u></u>	<u></u>

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(b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated).

	<u>Name</u>	<u>Address</u>
President	Yusef Haj-Darwish	10 Chive Drive, Sharon, MA 02067
Vice President	Paul Vallera	6 Latham Farm Road, Smithfield, RI 02917
Treasurer	Paul Vallera	6 Latham Farm Road, Smithfield, RI 02917
Secretary	Paul Vallera	6 Latham Farm Road, Smithfield, RI 02917


9. The aggregate number of shares which it has authority to issue; itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value or Statement that Shares are without Par Value</u>
275,000	Common		\$0.01

10. (a) \$ 600,319 = An estimate of the value of all property to be owned by the corporation for the following year, wherever located.
- (b) \$ 108,737 = An estimate of the value of the corporation's property to be located within Rhode Island during the following year.
- (c) 18 % = An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. {divide (b) by (a) and multiply by 100 to obtain the percentage}
11. (a) \$ 5,000,000 = An estimate of the gross amount of business to be transacted by the corporation during the following year.
- (b) \$ 1,500,000 = An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year.
- (c) 30 % = An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year. {divide (b) by (a) and multiply by 100 to obtain the percentage}
12. This application is accompanied by a certificate of Good Standing issued by the proper officer of the state or country under the laws of which it is incorporated.
13. This Application for Certificate of Authority shall be effective upon filing unless a specified date is provided which shall be no later than the 90th day after the date of this filing August 30, 2013

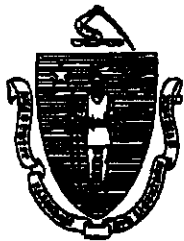
Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 8/30/13

  
Signature of Authorized Officer of the Corporation

Paul Vallera

Type or Print Name of Authorized Officer



William Francis Galvin  
Secretary of the  
Commonwealth

*The Commonwealth of Massachusetts*  
*Secretary of the Commonwealth*  
*State House, Boston, Massachusetts 02133*

August 29, 2013

TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office,

**WOONSOCKET URGENT CARE, P.C.**

is a domestic corporation organized on August 29, 2013, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.

In testimony of which,  
I have hereunto affixed the  
Great Seal of the Commonwealth  
on the date first above written.

*William Francis Galvin*  
Secretary of the Commonwealth

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