

Filing Fee: \$50.00



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

NON-PROFIT CORPORATION

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SECRETARY OF STATE
CORPORATIONS DIV.
2015 JUL 21 AM 8:53

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of Section 7-6-74 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign non-profit corporation hereby applies for a Certificate of Authority to conduct affairs in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is CAPITAL LINK INC.
2. It is incorporated under the laws of DC
3. The date of its incorporation is 07/07/1987
4. The address of its principal office is 40 COURT ST. 10TH floor, BOSTON, MA 02108
5. The address of its proposed registered office in Rhode Island is 6 LINCOLN ST. 2nd floor
(Street Address, not P.O. Box)
NEWPORT, RI 02840 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is REBECCA POLAN
(Name of Agent)
6. The specific purpose or purposes which it proposes to pursue in conducting its affairs in Rhode Island are:
Capital Link is a national, non-profit organization that has worked with hundreds of health centers
and Primary Care Associations over the past 15 years to plan capital projects, finance growth
and identify ways to improve performance. Established through the community health center movement,
Capital Link is dedicated to strengthening and expanding high-quality, community based healthcare in
a rapidly changing marketplace. Capital Link provides an extensive range of services to health
centers and Primary Care Associations.

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7. The names and respective addresses of its directors and officers are:

	<u>Name</u>	<u>Address</u>
Director	Allison Coleman	43 Arborough Road Roslindale, MA 02131
Director	James W. Hunt, Jr.	16 Tilesboro Street Dorchester, MA 02122
Director		
President		
Vice President		
Treasurer	James E. Luisi	25 Fayette Street, Apt. 2 Boston, MA 02116
Secretary		25 Fayette Street, Apt. 2 Boston, MA 02116

see attached

8. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

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

Date: 7-16-2015

CAPITAL LINK INC.

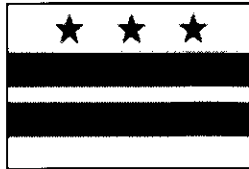
Print Exact Name of Corporation Making Application

Allison Coleman
 Signature of ☒ President or ☐ Vice President (check one)
James W. Hunt, Jr.
 Signature of ☐ Secretary or ☐ Assistant Secretary (check one)

CAPITAL LINK, INC.
OFFICERS/BOARD OF DIRECTORS
FY 2015

<u>Title</u>	<u>Name</u>	<u>Job Title</u>	<u>Business Address</u>
CEO	Allison Coleman	CEO	40 Court Street, 10th Floor Boston, MA 02108
	Anita Addison	Independent Consultant	P.O. Box 22210 Oakland, CA 94623-2210
	Lori Berry	Executive Director	269 Union Street Lynn, MA 01901-1314
2nd Vice Chair	Rachel Gonzales-Hanson	Chief Executive Officer	201 S. Evans Uvalde, TX 78801
Chair	James W. Hunt, Jr.	President & Chief Executive Officer	40 Court Street, 10th Floor Boston, MA 02108
	Jack Cradock		10 Gove Street East Boston, MA 02128
Secretary/Treasurer	James E. Luisi	Executive Director	332 Hanover Street Boston, MA 02113
	Joseph E. Pierle	CEO	3325 Emerald Lane Jefferson City, MO 65109-6879
	Michael Andry	CEO	1515 Poydras Street, Suite 1070 New Orleans, LA 70112-3723
	Sherry Hirota	Chief Executive Officer	818 Webster Street Oakland, CA 94607
	Tess Kuenning	Executive Director	3 South Street Concord, NH 03301
	John Callahan	Director, Health Systems Mangement Program	218 North Lee Street, #313 Alexandria, VA 22314
1st Vice Chair	Thomas Van Coverden	President & CEO	7501 Wisconsin Ave, Suite 1100W Bethesda, MD 20814
	Ben Money	President & CEO	4917 Waters Edge Drive, Suite 165 Raleigh, NC 27606

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
CORPORATIONS DIVISION



C E R T I F I C A T E

THIS IS TO CERTIFY that the attached is a true and correct copy of the documents for this entity as shown by the records of this office.

CAPITAL LINK INC.

IN TESTIMONY WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of 7/10/2015 7:50 AM

Business and Professional Licensing Administration



A handwritten signature in cursive script, reading "Patricia E. Grays".

PATRICIA E. GRAYS
Superintendent of Corporations
Corporations Division

Muriel Bowser
Mayor

Tracking #: B2bADTSd

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



C E R T I F I C A T E

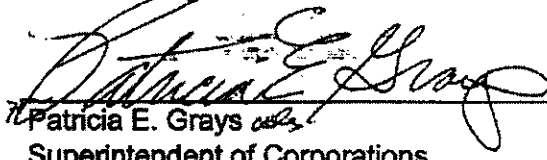
THIS IS TO CERTIFY that all applicable provisions of the District of Columbia NonProfit Corporation Act have been complied with and accordingly, this **CERTIFICATE OF AMENDMENT** is hereby issued to:

CAPITAL LINK, INC.

IN WITNESS WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of the **26th** day of **September, 2001**.

David Clark
DIRECTOR

Elizabeth O. Kim
Administrator
Business Regulation Administration


Patricia E. Grays
Superintendent of Corporations
Corporations Division

Anthony A. Williams
Mayor

872530

ARTICLES OF AMENDMENT
to the
ARTICLES OF INCORPORATION
of
CAPITAL LINK, INC.

TO: District of Columbia
Department of Consumer and Regulatory Affairs

Pursuant to § 29-537 of the District of Columbia Nonprofit Corporation Act, the undersigned adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is: Capital Link, Inc.

SECOND: ARTICLE SECOND is amended to provide as follows:

The corporation is organized exclusively for the purpose of strengthening the abilities of federally qualified health centers and similar nonprofit organizations that are tax exempt under Section 501(c)(3) to plan and obtain financing for facility projects in furtherance of their charitable purposes. For purposes of these articles, "facility projects" means the purchase, construction, renovation, expansion, and modernization of health care facilities and related equipment. The activities of the corporation in furtherance of its charitable purposes shall include:

1. providing training and technical assistance to federally qualified health centers and similar organizations to plan and obtain financing for facility projects;
2. assessing the needs, resources and financial capacities of federally qualified health centers and similar organizations to undertake projects;
3. monitoring and reporting on financial and other trends at health centers that affect operating success as relates to facility projects and access to financing therefor;
4. providing data, information, advice, training and technical assistance to federally qualified health centers and similar organizations, their advocates, allies and funders for the purposes of increasing the availability of or access to facility project financing for health centers;

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5. managing, directing and/or developing grant, loan, technical assistance or other facility project financing programs for federally qualified health centers and similar organizations, directly or on behalf of others, provided that the corporation shall not directly operate or sponsor facility project financing vehicles in its own right without board approval.

THIRD: ARTICLE THIRD, Section 6, is amended to provide as follows:

Upon dissolution of the corporation, after the payment, satisfaction and discharge, or adequate provision thereof, of all liabilities and obligations of the corporation, the remaining assets, if any, shall be distributed first on a pro rata basis to the Massachusetts League of Community Health Centers, Inc. (MLCHC) and/or the Community Health Center Capital Fund, Inc. (CHCCF) in an amount equal in value to the value of the cash contributions to the corporation by MLCHC and CHCCF respectively, provided that such organization at the time of distribution is exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue Law). Any remaining assets of the corporation after distribution to MLCHC and CHCCF shall be distributed upon such terms and conditions and in such manner as the Board of Directors may impose and determine pursuant to the provisions of the corporation's bylaws and consistent with the requirements of Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any future United States Internal Revenue Law).

FOURTH: ARTICLE FIFTH, Section 4, is deleted.

FIFTH: The foregoing amendments were adopted on June 12, 2001 by the vote of a majority of the directors in office, the corporation having no members.

CAPITAL LINK, INC.

Date: 9/21/01

By: San Van Couverden
President

ATTEST:

James W. DeLoach
Secretary

872530

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
BUSINESS REGULATION ADMINISTRATION



C E R T I F I C A T E

THIS IS TO CERTIFY that all applicable provisions of the DISTRICT
OF COLUMBIA BUSINESS CORPORATION ACT have been complied with and
accordingly, this CERTIFICATE of **AMENDMENT** is hereby issued to

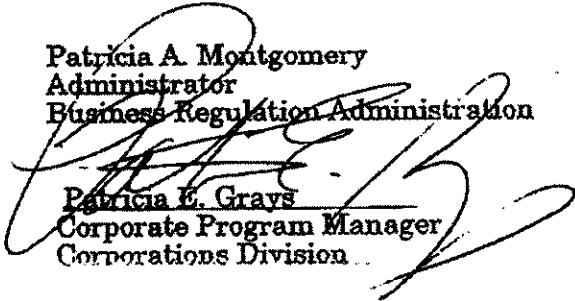
**COMMUNITY HEALTH CENTER CAPITAL
CORPORATION**

NAME CHANGED TO:
CAPITAL LINK, INC.

as of **SEPTEMBER 8TH, 1998** .

Lloyd J. Jordan
Director

Patricia A. Montgomery
Administrator
Business Regulation Administration


Patricia E. Grays
Corporate Program Manager
Corporations Division

Marion Barry, Jr.
Mayor

872530



ARTICLES OF AMENDMENT

to the

ARTICLES OF INCORPORATION

of

COMMUNITY HEALTH CENTER CAPITAL CORPORATION

TO: District of Columbia
Department of Consumer and Regulatory Affairs

Pursuant to § 29-537 of the District of Columbia Nonprofit Corporation Act, the undersigned adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is: Community Health Center Capital Corporation.

SECOND: ARTICLE FIRST is amended to provide as follows:

The name of the corporation is CAPITAL LINK, INC.

THIRD: ARTICLE SECOND is amended to provide as follows:

The corporation is organized exclusively for the following objectives and purposes:

The primary purpose shall be to assist public and nonprofit tax exempt 501(c)(3) health centers and similar organizations in obtaining or accessing capital to carry out their charitable purposes including, but not limited to, the construction, renovation, and modernization of health care facilities, and related capital needs.

FOURTH: The amendment was adopted by unanimous written consent of the members of the board of directors on August 18, 1998, pursuant to § 29-599.1 of the District of Columbia Nonprofit Corporation Act, there being no members of the corporation having voting rights with respect thereof.

COMMUNITY HEALTH CENTER CAPITAL CORPORATION

Date: 9-2-98

By: *Sean Van Caelsteyn*
President

ATTEST:

Mary Spink
Secretary

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
BUSINESS REGULATION ADMINISTRATION

872530



CERTIFICATE

THIS IS TO CERTIFY that all applicable provisions of the DISTRICT
OF COLUMBIA NONPROFIT CORPORATION ACT have been complied with and

accordingly, this CERTIFICATE of INCORPORATION
is hereby issued to COMMUNITY HEALTH CENTER CAPITAL CORPORATION

as of JULY 7, 19 87.

Donald G. Murray
Director

Henry C. Lee, III
Acting Administrator
Business Regulation Administration

ASSISTANT VANDY L. JAMISON JR.
Superintendent of Corporations
Corporations Division

Marion Barry, Jr.
Mayor

ARTICLES OF INCORPORATION
OF
COMMUNITY HEALTH CENTER CAPITAL CORPORATION

* * * * *

The undersigned natural persons of the age of 21 years or more, acting as incorporators of a corporation, adopt the following Articles of Incorporation for such corporation pursuant to the District of Columbia Nonprofit Corporation Act:

FIRST: The name of the corporation is COMMUNITY HEALTH CENTER CAPITAL CORPORATION.

SECOND: The corporation is organized exclusively for the following objects and purposes:

The primary purpose shall be obtaining or accessing capital to assist not for profit tax exempt 501 (c)(3) health centers in constructing, renovating, or equipping facilities. To accomplish this the corporation shall, among other things, do the following:

- (1) Seek to obtain donations or loans of capital from foundations and private industry that wish to make charitable contributions.
- (2) Establish a revolving loan fund that can be used by tax exempt not for profit community health centers that have a need to construct, renovate or equip facilities.
- (3) Provide technical assistance to loan applicants and those who have received loans to assist them in techniques of financial management which will ensure prompt and successful payment of the loan.

THIRD: In addition to the foregoing objects and purposes, the corporation shall have all the specific, general and incidental powers granted to it by the District of Columbia Nonprofit Corporation Act, including, but without limitation to, the power to acquire, use and dispose of real and personal property. The corporation is empowered to do all and everything necessary, suitable and proper to accomplish, attain and further its objects and purposes, subject to the limitation that:

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BY: KLJ

1) This corporation is a nonprofit corporation organized without capital stock.

2) The corporation shall receive, administer, maintain, use and employ its funds, net earnings and real and personal property exclusively for charitable, educational and scientific purposes beneficial to the public, as such terms and purposes are used and defined in or in connection with Section 501 (c)(3) and Section 170 (c)(2) of the Internal Revenue Code of 1954 relating to tax exempt corporations (or in corresponding provisions of any future United States Internal Revenue Law) and the Regulations pertaining thereto as they now exist or hereafter may be amended, and to pursue such objects and purposes either directly or by contribution to any organizations which qualify as exempt pursuant to said Code and Sections thereof.

3) No part of the net earnings of the corporation shall inure to the benefit of any director, member (if any), officer, employee or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation which effect one or more of its purposes). No officer, director or employee of the corporation or any private individual shall be entitled to share in the distribution of any corporate assets upon dissolution of the corporation or in any other event.

4) No substantial part of the activities of the corporation shall be the carrying on of propaganda or attempting to influence legislation. The corporation shall not participate or intervene (including the publication or distribution of statements) in any political campaign on behalf of or against any candidate for public office.

5) Notwithstanding any other provision of these articles, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501 (c)(3) of the Internal Revenue Code as it now exists or as it may hereafter be amended, or by an organization, the contributions to which are deductible under Section 170 (c)(2) of said Code and Regulations as they now exist or hereafter may be amended.

6) In the event of liquidation, dissolution or winding up of the business and affairs of the corporation, whether voluntary or involuntary or by operation of law, the Board of Directors shall, after paying or making provisions for payment of all liabilities of the corporation, dispose of all assets exclusively for the purposes of the corporation or to such corporation or organization as shall at the time qualify as exempt

under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or corresponding provisions of any future United States Internal Revenue Law), in such manner as the Board of Directors shall determine. Any assets not so distributed shall be disposed of by the United States District Court for the District of Columbia exclusively for such purposes or to such corporations or organizations as said court shall determine are organized and operated solely for nonprofit purposes.

7) All of the corporation's income for each taxable year shall be distributed at such time and in such manner so as not to subject it to tax under Section 4942 of the Internal Revenue Code of 1954.

8) The corporation shall not engage in any act of self-dealing (as defined in Section 4941 (d) of said Code), retain any excess business holdings (as defined in Section 4943 (c) of said Code), make any investments in such manner as to subject it to tax under Section 4944 of said Code, or make any taxable expenditure (as defined in Section 4945 (d) of said Code).

FOURTH: The affairs of the corporation shall be managed by a Board of Directors who shall have the sole voting power of the corporation and be appointed or elected in the manner provided in the By-Laws.

FIFTH: All matters pertaining to directors (including, but without limitation to resignation, removal, change of number and filling of vacancies) and all other provisions for regulation of the internal affairs of the corporation shall be as set forth in the By-Laws of the corporation to the extent that they are not set forth herein, or as follows:

1) No directorship or officership in this corporation shall be assignable inter vivos, nor shall any directorship or officership pass to any personal representative, heir or devisee.

2) The private property of the directors, officers, members (if any) and employees of the corporation shall not be subject to the payment of corporate debts to any extent whatever.

3) The Board of Directors shall have the power to adopt, alter, amend and repeal such By-Laws of the corporation as will not conflict with these Articles of Incorporation or the law for the regulation and management of the affairs of the corporation.

4) Vacancies arising in the Board of Directors from any cause whatever, including any increase in the number of directors, shall be filled by the directors remaining in office though less than a quorum, unless otherwise provided herein.

SIXTH: This corporation shall have no members.

- 4 -

SEVENTH: The duration of the corporation is perpetual.

EIGHTH: The name and address of the initial registered agent of the corporation in the District of Columbia is:

The Prentice-Hall Corporation System, Inc.
1025 Vermont Avenue, N.W.
Washington, D.C. 20005

NINTH: The number of directors constituting the full initial Board of Directors of the corporation is three (3). The names and addresses of the persons who are to serve as the initial directors and until their successors be appointed and are elected and qualified are:

William D. Hobson	Suite 122 1330 New Hampshire Avenue, N.W. Washington, D.C. 20036
Robert C. Osborne	Suite 122 1330 New Hampshire Avenue, N.W. Washington, D.C. 20036
Thomas J. Van Coverden	Suite 122 1330 New Hampshire Avenue, N.W. Washington, D.C. 20036

TENTH: The names and addresses of the incorporators are as follows:

Anne L. Kreamer	1025 Vermont Avenue, N.W. Washington, D.C. 20005
Gloria M. Barry	1025 Vermont Avenue, N.W. Washington, D.C. 20005
Marilyn L. Allen	1025 Vermont Avenue, N.W. Washington, D.C. 20005

EXECUTED this 7th day of July, 1987.





Incorporators

- 5 -

DISTRICT OF)
COLUMBIA) SS:
)

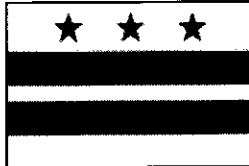
I, Jacky Karnchanaphati, a notary public for the District of Columbia, hereby certify that on the 7th day of July, 1987, personally appeared before me Anne L. Kreamer, Gloria M. Barry and Marilyn L. Allen, who declared to me under oath that they severally and individually signed the foregoing document as incorporators and that the statements therein contained are true to the best of their belief and knowledge.

IN WITNESS WHEREOF, I have set my signature and seal on the date above written.

Jacky Karnchanaphati
Notary Public

My Commission Expires July 31, 1991

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS
CORPORATIONS DIVISION

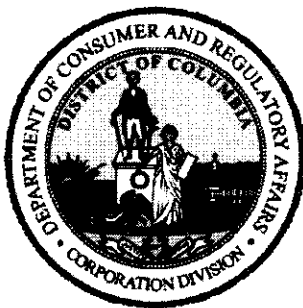


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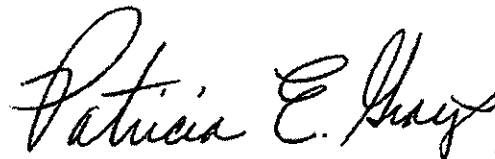
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CAPITAL LINK INC.

IN TESTIMONY WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of 7/10/2015 7:50 AM



Business and Professional Licensing Administration



PATRICIA E. GRAYS
Superintendent of Corporations
Corporations Division

Muriel Bowser
Mayor

Tracking #: B2bADTSd



State of Rhode Island and Providence Plantations
Department of State | Office of the Secretary of State
Nellie M. Gorbea, *Secretary of State*

I, NELLIE M. GORBEA, 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:

Nellie M. Gorbea
Secretary of State

