

Department of State - Business Services Division

Professional Service Corporation

→ **Filing Fee: \$230.00 minimum**

The undersigned acting as incorporator(s) of a professional service corporation under RIGL 7-5.1 and 7-1.2, adopt(s) the following Articles of Incorporation for such corporation:

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1. The name of the corporation is:

Eye Consultants of Rhode Island, Ltd

Is this a close corporation pursuant to RIGL 7-1.2-1701 of the General Laws, 1956, as amended? ☐ Yes ☒ No

2. The profession to be practiced through the professional service corporation is:

to engage in the practice of medicine and surgery including, without limitation, the practice of ophthalmology and any other activity in which professional corporations are authorized to engage.

3. The total number of shares which the corporation has the authority to issue is:

(Unless otherwise stated, all authorized shares are deemed to have a nominal or par value of \$0.01 per share.)

**Total Authorized Shares
(Number of Shares)**

Class of Stock**Par Value Per Share**

4,000

Common

No Par Value

If you desire, you may include a statement of all or any of the designations and the power, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them which are permitted by the provisions of RIGL 7-1.2. State any provisions here (optional): Check the box to indicate an attachment ☐

4. The name and address of the initial registered agent/office in Rhode Island is:

Agent Name

Susan Leach DeBlasio, Esquire

Street Address (NOT a P.O. Box)

Adler Pollock & Sheehan P.C. 1 Citizens Plaza, 8th Floor

City/Town

Providence

State

RHODE ISLAND

Zip Code

02903

5. The corporation shall have perpetual existence until dissolved or terminated in accordance with RIGL 7-1.2.

MAIL TO:

Division of Business Services

148 W. River Street, Providence, Rhode Island 02904-2615

Phone: (401) 222-3040

Website: www.sos.ri.gov

FILED

NOV 21 2017

By C 20504598

FORM 12-5209-1 (02-17)

A.A. 2:12 p.m

6. Additional provisions, if any, not inconsistent with RIGL 7-1.2 which the incorporators elect to have set forth in these Articles of Incorporation:

See attachment.

Check the box to indicate an attachment ☒

7. The name and address of each incorporator is:


Name Susan Leach DeBlasio, Esquire	Address Adler Pollock & Sheehan P.C. 1 Citizens Plaza, 8th Fl.	
City/Town Providence	State RI	Zip Code 02903
Name	Address	
City/Town	State	Zip Code
Name	Address	
City/Town	State	Zip Code

8. Date when these Articles of Incorporation will be effective: CHECK ONLY ONE BOX

☒ Date received (Upon filing)

☐ Later effective date (Date must be no more than 90 days from the day of filing) _____

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

Signature of Incorporator 	Date 11/21/17
Signature of Incorporator	Date
Signature of Incorporator	Date

Eye Consultants of Rhode Island, Ltd.

Articles of Incorporation (continuation sheet)

6.1 Action by the shareholders pursuant to Rhode Island General Laws (1956), as amended (RIGL), § 7-1.2-707(b) is hereby authorized.

6.2 No director (if there be any) or shareholder undertaking to exercise the responsibilities of a director shall have personal liability to the corporation or to its shareholders for monetary damages for breach of such director's or shareholder's duty as a director or, in the case of a shareholder, duty as a person undertaking to exercise the responsibilities of a director; provided that this provision shall not eliminate or limit the liability of such director or shareholder for: (i) any breach of such director's or shareholder's duty of loyalty to the corporation or its shareholders; (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) liability imposed pursuant to the provisions of RIGL § 7-1.2-811; or (iv) any transaction from which such director or shareholder derived an improper personal benefit (unless such transaction is permitted by RIGL § 7-1.2-807).

6.3 The corporation need not hold an annual meeting of shareholders unless one or more shareholders delivers written notice to the corporation requesting a meeting at least thirty (30) days before the meeting date stated or fixed in accordance with the bylaws of the corporation.



OMIC
OPHTHALMIC MUTUAL
INSURANCE COMPANY
A Risk Retention Group

655 Beach Street
San Francisco, CA 94109-1336
PO Box 880610
San Francisco, CA 94188-0610
tel +1 800.562.6642
fax +1 415.771.7087
www.omic.com

Sponsored by the American Academy of Ophthalmology

November 17, 2017

Jorge Rivera, M.D
450 Veterans Memorial Parkway
East Providence, RI 02914

OMIC Policy OMC0010418
Coverage for: Eye Consultants of Rhode Island, Ltd

Dear Dr. Rivera,

We are in receipt of the application requesting coverage for Eye Consultants of Rhode Island, Ltd

I am pleased to advise you that Professional Liability Coverage for Eye Consultants of Rhode Island, Ltd. has reviewed and approved. Coverage under the OMIC policy OMC0010418 will be as follows:

Endorsement Effective Date:	Inception date of Incorporation
Policy Period:	01/01/2018
Retroactive Date:	Inception date of Incorporation
Insured Date:	Medical Entity

Primary Limits of Liability: ☐ Separate limits ☒ Shared

\$2,000,000 each claim
\$6,000,000 aggregate

Coverage is issued on a claims made and reported basis. Coverage is extended to this entity (and its employees) for any claim that results from Injury to a patient because of a professional services incident arising from direct patient treatment provided by the insured professional entity.

If you have any questions, feel free to contact me at 800-562-6642 Ext 604.

Sincerely,

Verbie Villadelgado
Underwriter



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:

November 21, 2017 02:12 PM

The signature is written in a cursive, flowing style in blue ink. It appears to read "Nellie M. Gorbea".

Nellie M. Gorbea
Secretary of State

