

**STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH,
OF**

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section "7-1.1-12" of the General Laws, 1956, as
(Insert "7-1.1-12" if a domestic corporation, or "7-1.1-107" if a foreign corporation.)
amended, the undersigned corporation, organized under the laws of the State of Rhode
Island, submits the following statement for the purpose of changing its
registered office or its registered agent, or both, in the State of Rhode Island:

FIRST: The name of the corporation is
Women & Infants Physician Hospital Corporation, Inc.

SECOND: The address of its present registered office is
101 Dudley St., Providence, RI 02905

THIRD: The address to which its registered office is to be changed is
Same

FOURTH: The name of its present registered agent is
Leland G. Clabots

FIFTH: The name of its successor registered agent is
Gail E. Costa

SIXTH: The address of its registered office and the address of the business office of
its registered agent, as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its board of
directors.

Dated September 5, 1995

Vincent A. D'Alessandro MD

By Vincent A. D'Alessandro, MD

Its Chair -President-

STATE OF RI }
COUNTY OF Providence } SC.

At Providence, in said county on this 5th day
of September, 1995, personally appeared before me Vincent A
D'Alessandro, who, being by me first duly sworn, declared that he
is the Chair of Women & Infants PHO, Inc.
that he signed the foregoing document as Chair of the
corporation, and that the statements therein contained are true.

(NOTARIAL SEAL)

FILED

SEP 8 1995

By AMF#29
14/10/50

Jessie Violante
Notary Public