



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$10.00

Division Of Business Services
148 W. River Street
Providence RI 02904-2615
(401) 222-3040

**Non-Profit Corporation
Articles of Amendment**

(Section 7-6-40 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the corporation is PIMC, Inc.

If the entity's name is changing, state the new name: PIMC, Inc.

ARTICLE II

If the corporate duration is changing, so state: X Perpetual

If the corporate purpose is changing, so state:

SAID ORGANIZATION IS ORGANIZED EXCLUSIVELY FOR CHARITABLE, RELIGIOUS, EDUCATIONAL, AND SCIENTIFIC PURPOSES, INCLUDING, FOR SUCH PURPOSES, THE MAKING OF DISTRIBUTIONS TO ORGANIZATIONS THAT QUALIFY AS EXEMPT ORGANIZATIONS UNDER THE SECTION 501 (C) (3) OF THE INTERNAL REVENUE CODE, OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE. THE BUSINESS ACTIVITY FOR SAID ORGANIZATION IS AS FOLLOWS: TO PROVIDE MENTAL HEALTH SERVICES FOR THE POOR OR UNDERSERVED, IN ADDITION TO PROVIDING EDUCATION AND RESEARCH TO REMOVE MENTAL HEALTH STIGMA; AND PROMOTE A TOLERANT AND COMPASSIONATE COMMUNITY.

If there is a change in the number of directors, modify this section:

The number of directors constituting the Board of Directors of the Corporation is

and the names and addresses of the persons who are to serve as the directors are:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
INCORPORATOR	CHEYENNE MOSELEY	101 N. BRAND BLVD., 10TH FLOOR GLENDALE, CA 91203 USA
DIRECTOR	CAROLYN KING	320 PHILLIPS STREET, SUITE 103 NORTH KINGSTOWN, RI 02852 USA
DIRECTOR	KATIE TARPEY	320 PHILLIPS STREET, SUITE 103 NORTH KINGSTOWN, RI 02852 USA
DIRECTOR	DONNA MASSEY	320 PHILLIPS STREET, SUITE 103 NORTH KINGSTOWN, RI 02852 USA

If there are any other provisions to be amended, so state:

ADD THE FOLLOWING ADDITIONAL PROVISIONS:

THE BOARD SHALL NOT HAVE THE POWER OR AUTHORITY TO REMOVE THE CEO, PRESIDENT, GENERAL MANAGER OR OTHERWISE NAMED AS EXECUTIVE LEADER OF THE ORGANIZATION FROM HIS OR HER POSITION UNLESS, THE SAID CEO, PRESIDENT, GENERAL MANGER OR OTHERWISE NAMED AS EXECUTIVE LEADER OF THE ORGANIZATION HAS ACTED UNLAWFULLY OR PRESENTS AS MEDICALLY INCAPACITATED, AND THE BOARD HAS PROVIDED DETAILED DOCUMENTATION THAT WOULD STAND IN A COURT OF LAW. THE BOARD AT THIS POINT, MAY HELP DETERMINE TEMPORARY SUCCESSION PLANNING. THE CEO, PRESIDENT, GENERAL MANAGER OR OTHERWISE NAMED AS EXECUTIVE LEADER OF THE ORGANIZATION HAS THE SOLE RIGHT TO APPOINT HIS OR HER SUCCESSOR. THE BOARD MAY VOTE IN OTHER OFFICERS OF THE ORGANIZATION SUCH AS COO AND CFO, AND MAY AS DETERMINED BY THE BOARD, VOTE TO APPOINT VP OF ANY DEPARTMENT. THE BOARD HAS LIMITATION OF LIABILITY AND SHALL NOT BE HELD ACCOUNTABLE FOR ANY EMPLOYEES ACTS OF MISCONDUCT OR MISREPRESENTATION UNBEKNOWNST TO THE BOARD. THE BOARD SHALL TAKE APPROPRIATE ACTION AGAINST THIS BEHAVIOR AS DOCUMENTED IN THE ORGANIZATIONS POLICIES. ALL OTHER INFORMATION TO REMAIN THE SAME.

ARTICLE III

The Amendment was adopted in the following manner:

(check one box only)

☐ The amendment was adopted at a meeting of 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 4/18/2018 , signed by all members entitled to vote with respect thereto.

☐ The amendment was adopted at a meeting of the Board of Directors held on , and received the vote of a majority of the directors in office, there being no members entitled to vote with respect thereto.

ARTICLE IV

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

Signed this 25 Day of April, 2018 at 4:36:11 PM. *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-6.*

PIMC, Inc.

Corporate Name

By DONNA MASSEY

☒ President or ☐ Vice President (check one)

AND

By KATIE TARPEY

☒ Secretary or ☐ Assistant Secretary (check one)

Form No. 201
Revised 09/07

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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:

April 25, 2018 04:36 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

