

State of Rhode Island and Providence Plantations  
BUSINESS CORPORATION

ORIGINAL ARTICLES OF INCORPORATION

The undersigned acting as incorporator (s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt (s) the following Articles of Incorporation for such corporation:

FIRST. The name of the corporation is K. D. SILVESTRI, D.M.D., INC.

(A close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended) (strike if inapplicable)

SECOND. The period of its duration is (if perpetual, so state) PERPETUAL

THIRD. The purpose or purposes for which the corporation is organized are:

owning, operating and maintaining an establishment in which the practice of dentistry, including the specialization of prosthodontics and related dental services necessary and incidental thereto shall be carried on pursuant to the professional service corporation statute of the General Laws of the State of Rhode Island.

The corporation shall have power: (See §7-1.1-4 of the General Laws, 1956, as amended.)

- (a) To have perpetual succession by its corporate name unless a limited period of duration is stated in its articles of incorporation.
- (b) To sue and be sued, complain and defend, in its corporate name.
- (c) To have a corporate seal which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed or affixed or in any other manner reproduced.
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with, real or personal property, or any interest therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.
- (f) To lend money and to use its credit to assist its employees.
- (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district or municipality or of any instrumentality thereof.
- (h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.
- (i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this chapter, within or without this state.
- (k) To elect or appoint officers and agents of the corporation, and define their duties and fix their compensation.
- (l) To make and alter by-laws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration and regulation of the affairs of the corporation.
- (m) To make donations for the public welfare or for charitable, scientific or educational purposes.
- (n) To transact any lawful business which the board of directors shall find will be in aid of governmental authority.
- (o) To pay pensions and establish pension plans, pension trusts, profit-sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of its directors, officers and employees.
- (p) To provide insurance for its benefit on the life of any of its directors, officers, or employees, or on the life of any stockholder for the purpose of acquiring at his death shares of its stock owned by such stockholder.
- (q) To be a promoter, partner, member, associate, or manager of any partnership, enterprise or venture.
- (r) To have and exercise all powers necessary or convenient to effect its purposes.

or

(b) *If more than one class:* Total number of shares \_\_\_\_\_

(State (A) the number of the shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of title 7 of the General Laws in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.)

FIFTH. Provisions (if any) dealing with the preemptive right of shareholders pursuant to §7-1.1-24 of the General Laws, 1956, as amended:

In the event of the increase of the authorized common stock of the corporation, the holders of the common stock of the corporation, at that time outstanding, shall have the exclusive right to subscribe in proportion to their holdings for the common stock so to be issued.

SIXTH. Provisions (if any) for the regulation of the internal affairs of the corporation:

SEVENTH. The address of the initial registered office of the corporation is  
1700 Cranston Street, Cranston, Rhode Island 02920 (add Zip Code)  
and the name of its initial registered agent at such address is:  
Michael A. Ialongo, Jr.

EIGHTH. The number of directors constituting the initial board of directors of the corporation is one (1) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

(If this is a close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended, state the name(s) and address(es) of the officers of the corporation.)

<i>Name</i>	<i>Address</i>
Kenneth D. Silvestri	915 Oaklawn Avenue, Cranston, R.I.

NINTH. The name and address of each incorporator is:

<i>Name</i>	<i>Address</i>
Kenneth D. Silvestri	915 Oaklawn Avenue, Cranston, R.I.

TENTH. Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation):

STATE OF RHODE ISLAND }  
COUNTY OF Providence } In the City of Cranston  
Town }

in said county this 25<sup>th</sup> day of February, A. D. 1977

then personally appeared before me Kenneth D. Silvestri

each and all known to me and known by me to be the parties executing the foregoing instrument, and they severally acknowledged said instrument by them subscribed to be their free act and deed.

*Kenneth D. Silvestri*  
Notary Public

✓  
331

FEB 28-77 REC. OF STATE 4679 CD\*\*\* 110.00

*John*  
FEB 28 1977

# THE TRAVELERS

## Certificate of Insurance

This is to certify that policies of insurance as described below have been issued to the insured named below and are in force at this time. If such policies are canceled or changed during the periods of coverage as stated herein, in such a manner as to affect this certificate, written notice will be mailed to the party designated below for whom this certificate is issued.

1. Name and address of party to whom this certificate is issued  <div style="border: 1px solid black; padding: 10px; margin: 10px auto; width: 80%;">                     K. D. Silvestri, D.M.D., Inc.                      915 Oaklawn Avenue                      Cranston, Rhode Island                 </div>	2. Name and address of insured  Dr. Kenneth Silvestri 915 Oaklawn Ave. Cranston, R.I. 02920
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3. Location of operations to which this certificate applies .

4. Coverages For Which Insurance is Afforded	Limits of Liability	Policy Number	Policy Period**
Workmen's Compensation and Employers' Liability in the state named in item 3 hereof	Compensation—Statutory		
Bodily Injury Liability —except automobile <i>Physicians, surgeons and dentists Professional Liab.</i> <del>XXXXXXXXXX</del>	\$1,000,000 each person \$1,000,000 each occurrence \$1,000,000 aggregate† †Completed Operations and Products only	PSDO 180E130-1	10/15/76- 12/10/77
Property Damage Liability —except automobile _____cluding Protective	\$ _____,000 each occurrence \$ _____,000 aggregate		
Bodily Injury Liability —automobile	\$ _____,000 each person \$ _____,000 each accident \$ _____,000 each occurrence		
Property Damage Liability —automobile	\$ _____,000 each accident \$ _____,000 each occurrence		
Liability (Bodily Injury and Property Damage)	\$ _____,000 each occurrence \$ _____,000 aggregate		
Catastrophe or Excess	\$ _____,000 each occurrence \$ _____,000 each aggregate \$ _____,000 deductible amt.		

\*Absence of an entry in these spaces means that insurance is not afforded with respect to the coverages opposite thereto.  
 \*\*Policy is effective and expires at 12:01 A.M., standard time at the address of the named insured as stated herein.

Description of Operations, or Automobiles to which the policy applies:

The insurance afforded is subject to all of the terms of the policy, including endorsements, applicable thereto.

Producer Midland Ins. Agency  
 EQUITABLE FIRE AND MARINE INSURANCE COMPANY

Office Cranston, R.I. Date 2/25/77  
 THE TRAVELERS INSURANCE COMPANY  
 THE TRAVELERS INDEMNITY COMPANY  
 THE CHARTER OAK FIRE INSURANCE COMPANY

By Ant. Person  
 Secretary, Casualty-Property Department

By Luftmann  
 Secretary, Casualty-Property Department

ENDORSEMENT



**THE TRAVELERS INSURANCE COMPANIES**

This endorsement is issued by that member of The Travelers Insurance Companies which issued the policy of which this endorsement forms a part.

If any additional premium is noted below, this endorsement is issued in consideration thereof. If any return premium is noted below, the receipt thereof is acknowledged upon acceptance of this endorsement.

Effective from 3-1-77 at the time of day the policy becomes effective. Amending Policy No. PSDO-180E130-1  
(Month, Day, Year)

Issued to DR. KENNETH SILVESTRI  
Date of Issue: 2-18-77SA Additional Premium \$ \_\_\_\_\_ Return Premium \$ \_\_\_\_\_

(The information provided for above, except the policy number, is required to be stated only when this endorsement is issued for attachment to the policy subsequent to its effective date.)

It is agreed that as of the effective date hereof the policy is amended in the following particulars:

ITEM 1- NAME OF INSURED INCLUDE:

K.D. SILVESTRI, DMD, INC.

Symbol No.

8000