Filing Fee $30.00

State of Rhode Island and Providence Plantations

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

DRS. MORGAN & UNDERHILL, INC.

Pursuant to the provisions of Section 7-1.1-56 of the General Laws, 1956, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is   DRS. MORGAN & UNDERHILL, INC.

SECOND: The shareholders of the corporation on   May 31   , 19 85 , in the manner prescribed by Chapter 7-1.1 of the General Laws, 1956, as amended, adopted the following amendment(s) to the Articles of Incorporation:

[Insert Amendment(s)]

That Article SECOND of the Articles of Incorporation of the Corporation is amended to read in its entirety as follows:

"SECOND.   Said corporation shall be known by the name of Drs. Morgan, Underhill & Kirk, Inc."

THIRD: The number of shares of the corporation outstanding at the time of such adoption was 10,000 ; and the number of shares entitled to vote thereon was 10,000 .

FOURTH: The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows: (If inapplicable, insert "none")

Class	Number of Shares
None	

FIFTH: The number of shares voted for such amendment was 10,000 ; and the number of shares voted against such amendment was -0- .

SIXTH: The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was: (If inapplicable, insert "none")

| Class	Number of Shares Voted	
	For	Against
None		

SEVENTH: The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows: (If no change, so state)

None

EIGHTH: The manner in which such amendment effects a change in the amount of stated capital, and the amount of stated capital as changed by such amendment, are as follows: (If no change, so state)

None

Dated May 31 , 1985

DRS. MORGAN & UNDERHILL, INC.
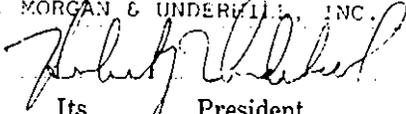
By _____
Its   President

and _____
Its   Secretary

STATE OF RHODE ISLAND

COUNTY OF KENT
} Sc.

At Warwick in said county on this 31st day of Underhill, May , 19 85, personally appeared before me Herbert J. Jr., D.D.S. , who, being by me first duly sworn, declared that he is the President of Drs. Morgan & Underhill, Inc.

that he signed the foregoing document as President of the corporation, and that the statements therein contained are true.

Walter T Lewis Jr
Notary Public

(NOTARIAL SEAL)

SET TAB STOPS AT ARROWS

ACORD CERTIFICATE OF INSURANCE

ISSUE DATE (MM/DD/YY)

10-29-85

PRODUCER

STARKWEATHER & SHEPLEY, INC.
155 SOUTH MAIN ST.
PROVIDENCE, RI 02903

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW.

COMPANIES AFFORDING COVERAGE

| COMPANY LETTER **A** | CNA/National Fire |
| COMPANY LETTER **B** | |

INSURED

DRS. MORGAN, UNDERHILL,& KIRK, Inc.
4575 POST ROAD
EAST GREENWICH, RI 02818

COMPANY LETTER **C**	
COMPANY LETTER **D**	
COMPANY LETTER **E**	

COVERAGES

THIS IS TO CERTIFY THAT POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS, AND CONDITIONS OF SUCH POLICIES.

CO LTR	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YY)	POLICY EXPIRATION DATE (MM/DD/YY)	LIABILITY LIMITS IN THOUSANDS		
						EACH OCCURRENCE	AGGREGATE
	GENERAL LIABILITY				BODILY INJURY	$	$
	COMPREHENSIVE FORM						
	PREMISES/OPERATIONS				PROPERTY DAMAGE	$	$
	UNDERGROUND EXPLOSION & COLLAPSE HAZARD						
	PRODUCTS/COMPLETED OPERATIONS						
	CONTRACTUAL				BI & PD COMBINED	$	$
	INDEPENDENT CONTRACTORS						
	BROAD FORM PROPERTY DAMAGE						
	PERSONAL INJURY				PERSONAL INJURY		$
	AUTOMOBILE LIABILITY				BODILY INJURY (PER PERSON)	$	
	ANY AUTO						
	ALL OWNED AUTOS (PRIV. PASS.)				BODILY INJURY (PER ACCIDENT)	$	
	ALL OWNED AUTOS (OTHER THAN PRIV. PASS)						
	HIRED AUTOS				PROPERTY DAMAGE	$	
	NON-OWNED AUTOS						
	GARAGE LIABILITY				BI & PD COMBINED	$	
	EXCESS LIABILITY				BI & PD COMBINED	$	$
	UMBRELLA FORM						
	OTHER THAN UMBRELLA FORM						
	WORKERS' COMPENSATION AND EMPLOYERS' LIABILITY				STATUTORY		
					$ (EACH ACCIDENT)		
					$ (DISEASE-POLICY LIMIT)		
					$ (DISEASE-EACH EMPLOYEE)		
A	**OTHER** PROFESSIONAL LIABILITY	3509-57-57	10-5-85	10-1-86	$1,000,000 EA. CLAI $1,000,000 AGGREGAT		

DESCRIPTION OF OPERATIONS/LOCATIONS/VEHICLES/SPECIAL ITEMS THIS IS TO CERTIFY THAT WE HAVE A POLICY FOR PROFESSIONAL LIABILITY COVERING THE INSURED WITH LIMITS OF NOT LESS THAN $100,0 THIS POLICY TO EXPIRE 10-1-86. EMPLOYEES OF THE NAMED INSURED TO BE COVERED UND THE ABOVE POLICY FOR LIMITS OF NOT LESS THAN $100,000 EACH CLAIM.

CERTIFICATE HOLDER

SECRETARY OF THE STATE OF RI
STATE HOUSE
PROVIDENCE, RI

CANCELLATION

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, THE ISSUING COMPANY WILL ENDEAVOR TO MAIL 10 DAYS WRITTEN NOTICE TO THE CERTIFICATE HOLDER NAMED TO THE LEFT, BUT FAILURE TO MAIL SUCH NOTICE SHALL IMPOSE NO OBLIGATION OR LIABILITY OF ANY KIND UPON THE COMPANY, ITS AGENTS OR REPRESENTATIVES.

AUTHORIZED REPRESENTATIVE

ACORD 25 (8/84)