

Filing Fee \$150.00

105447
ID Number: Application Pending



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

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:

1. The name of the corporation is Ezra L. Galler, M.D., Ltd.

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

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

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

To conduct an ophthalmic medicine practice which includes without limitation, refractive surgery, laser vision correction, eye examinations and all other incidents of an ophthalmology practice.

4. The aggregate number of shares which the corporation shall have authority to issue is: 10,000

(a) If only one class: Total number of shares 10,000. (If the authorized shares are to consist of one class only, state the par value of such shares or a statement that all of such shares are to be without par value.):

Shares are without par value

or

b) If more than one class: Total number of shares _____. (State (A) the number of 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 Chapter 7-1.1 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 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.)

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

None

06, MAR 11 11:00

FILED

MAR 19 1999

By MD 220467

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

Contained in the By-laws of the Corporation, a copy of which is on file at the
Rhode Island offices of the corporation located at 690 Eddy Street, Providence,
Rhode Island 02903

7. The address of the initial registered office of the corporation is 123 Dyer Street

(Street)

Providence, RI 02903 and the name of its initial registered agent at such address is
(City/Town) (Zip Code)

C T CORPORATION SYSTEM

8. 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 Section 7-1.1-51 of the General Laws, 1956, as amended, and there shall be no board of directors, state the titles of the initial officers of the corporation and the names and addresses of the persons who are to serve as officers until the first annual meeting of shareholders or until their successors be elected and qualify.)

Title

Name

Address

<u>Ezra Galler, M.D.</u>	<u>29 Dunbar Street, Sharon, MA 02067</u>
<u></u>	<u></u>
<u></u>	<u></u>
<u></u>	<u></u>

9. The name and address of each incorporator is:

Name

Address

<u>Ezra Galler, M.D.</u>	<u>29 Dunbar Street, Sharon, MA 02067</u>
<u></u>	<u></u>
<u></u>	<u></u>

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

Dated March 12, 19 99

Ezra Galler

Signature of each Incorporator

STATE OF Massachusetts
COUNTY OF Suffolk

In Boston, on this 12th day of March, 19 99 personally appeared
before me Ezra Galler

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.

Katherine M. Gail
Notary Public

My Commission Expires: 10/21/99



(415) 397-9700
(800) 652-1051
(907) 563-3414 (in Alaska)

CERTIFICATE OF INSURANCE

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 policy below.

Name and Address of insured

Ezra L. Galler, M.D., Ltd
690 Eddy Street
Providence, Rhode Island 02903

Policy Number	Limits of Liability	Annual Policy Period As of 12:01 a.m. local time
TBD	\$ 1,000,000 each claim \$ 3,000,000 aggregate N/A deductible	Effective Date: 03/01/99 Expiration Date: 01/01/00 Retro Date: 09/05/95

Current Medical Specialty: 8928 - Ophthalmology

Certificate Holder

Rhode Island Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island

This is to certify that the policy of insurance listed above has been issued to the insured named above for the policy period indicated. The insurance afforded by the policy described herein is subject to all the terms, exclusions and conditions of such policy. Should the above policy be canceled before the expiration date, NORCAL will endeavor to mail 10 days written notice to the certificate holder named above, but failure to provide such notice shall impose no obligation or liability of any kind upon the company, its agents or representatives. The policy provides that it is the responsibility of the insured to inform recipients of Certificates of Insurance of any changes in coverage or termination or cancellation of the policy.

By: **NORCAL Mutual Insurance Company**

Date: 03/12/99

DAVID R. HOLLEY, M.D.
Secretary