

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 Frederick H. McMillen, D. D. S., Ltd.

(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:

- (1) engage in the rendering of professional services of dentists;
- (2) to engage in the business of investing in real estate, mortgages, stocks, bonds, or any investments not otherwise prohibited by the general corporation law; and (3) to engage in any business incidental or related to the foregoing purposes.

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 ~~XXXXX CORPORATION~~ shareholders 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.

FOURTH. The aggregate number of shares which the corporation shall have authority to issue is:

- (a) *If only one class:* Total number of shares **2000 shares of common stock, without par**
(If the authorized shares are to consist of one class only, state the par value of such shares or a value statement that all of such shares are to be without par value.)

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

NONE

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

NONE

SEVENTH. The address of the initial registered office of the corporation is 2200 Industrial Bank Bldg., Providence, RI 02903 (add Zip Code) and the name of its initial registered agent at such address is: Frederick P. McClure, Esq.

EIGHTH. ~~The name of the corporation, the name of the person or persons who are the incorporators, the name of the person or persons who are the officers of the corporation, and the address of the corporation, shall be stated in these articles of incorporation.~~

(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>
Frederick H. McMillen, D. D. S.	President, Secretary & Treasurer 1524 Atwood Ave., Johnston, RI 02919

NINTH. The name and address of each incorporator is:

<i>Name</i>	<i>Address</i>
Frederick P. McClure, Esq.	2200 Industrial Bank Building Providence, Rhode Island 02903

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

October 1, 1978

Dated September 28, 1978

Frederick P. McClure

STATE OF RHODE ISLAND } In the City } of Providence
COUNTY OF *Providence* } ~~Providence~~ }

in said county this 28th day of September, A.D. 19 78

then personally appeared before me Frederick P. McClure

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.

Paul A. Silver

Notary Public
My Commission Expires
June 30, 1981

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CHUBB/PACIFIC INDEMNITY GROUP

100 William Street
New York, N.Y. 10038

3200 Wilshire Boulevard
Los Angeles, Calif. 90010

CERTIFICATE OF INSURANCE

Name and address of party to whom this certificate is issued

Certificate No.

Secretary of State
State House
Providence, Rhode Island 02903

FEDERAL INSURANCE CO.
 PACIFIC INDEMNITY CO.
 SUN INSURANCE OFFICE LTD.

GREAT NORTHERN INSURANCE CO.
 VIGILANT INSURANCE CO.

Name & Address Insured

Frederick H. McMillen, D.D.S., LTD
Atwood Medical Center
1524 Atwood Avenue
Johnston, R. I. 02919

Name & Address Producer

STARKWEATHER & SHEPLEY, INC.
155 SOUTH MAIN STREET
PROVIDENCE, RHODE ISLAND 02903

This is to certify that the Company indicated by X has issued to the Named Insured insurance affording such coverages as are indicated by a specific (X) entry in the Coverage column subject to the terms, conditions, and exclusions of the policy(ies) and that such insurance is in force as of (date)

TYPE OF POLICY	Coverage	POLICY NUMBER	POLICY PERIOD	LIMITS OF LIABILITY			
Standard Workmen's Compensation & Employers' Liability			Eff. Exp.	Statutory—In conformance with the Compensation Law of the State of			
General Liability—BODILY INJURY		35087881	Eff. 7-18-76 Exp. Until Cancelled	\$ Each Person \$ Each Occurrence \$ Aggregate-Products-Compl. Oper. \$ 100,000 Each Person \$ 300,000 Each Occurrence			
Premises-Operations							
Escalators							
Independent Contractors							
Products-Completed Operations							
Incidental Contractual							
Specified Contractual*							
Blanket Contractual							
General Liability—PROPERTY DAMAGE							
Premises-Operations & Prof Liab							\$ Each Occurrence
Escalators				\$ Agg.-Prem. Oper.			
Independent Contractors				\$ Aggregate-Protective			
Products-Completed Operations				\$ Aggregate-Products-Compl. Oper.			
Incidental Contractual				\$ Each Occurrence			
Specified Contractual*				\$ Aggregate			
Blanket Contractual				\$			
Automobile Liability—BODILY INJURY			Eff. Exp.	\$ Each Person			
Owned Automobiles							
Hired Automobiles							
Automobile Liability—PROPERTY DAMAGE			Eff. Exp.	\$ Each Occurrence			
Owned Automobiles							
Hired Automobiles							
Non-owned Automobiles				\$ Each Occurrence			

* Coverage is provided for liability assumed by the Named Insured for the contract between the Named Insured and dated as provided in the contractual liability coverage part attached to the policy.

THIS CERTIFICATE OF INSURANCE NEITHER AFFIRMATIVELY NOR NEGATIVELY AMENDS, EXTENDS OR ALTERS THE COVERAGE AFFORDED BY ANY POLICY DESCRIBED HEREIN.

If the policy(ies) is cancelled or changed in such manner as to affect this certificate, the Company will mail to the party to whom this certificate is issued, at the address shown above, 10 days notice of any such change or cancellation.

This certificate shall not be valid unless signed by an authorized representative of the Company.

Authorized Representative