

Filing Fee \$10.00

State of Rhode Island and Providence Plantations

NON-PROFIT CORPORATION

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

RIH Ventures

Pursuant to the provisions of Section 7-6-40 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 RIH Ventures

SECOND: The following amendment to the Articles of Incorporation was adopted by the corporation:

(Insert Amendment)

See Schedule A attached hereto.

RECORDED
STATE OF RHODE ISLAND
AUG 9 3 40 PM '94

FILED

AUG 09 1994

By 1659125922

THIRD: The amendment was adopted in the following manner:

(Note 1)

This amendment was adopted by a consent in writing signed under date of August 8, 1994 by the sole member of the corporation, and also by a consent in writing signed under date of August 5, 1994 by all members of the Board of Trustees.

Dated August 9, 19 94

RKH Ventures

(Note 2)

By

Bruce K. Komiske

Bruce K. Komiske

(Note 3)

Its XXXXXXXXXXXX President

and

Kenneth E. Arnold
Kenneth E. Arnold

(Note 3)

Its Assistant Secretary

NOTES:

1. Insert whichever of the following statements is applicable:
 - (a) "The amendment was adopted at a meeting of members held on , at which 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."
 - (b) "The amendment was adopted by a consent in writing signed under date of by all members entitled to vote in respect thereto."
 - (c) "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 in respect thereof."
2. Exact corporate name of corporation adopting the Amendment.
3. Signatures and titles of officers signing for the corporation.

RIH Ventures

Schedule A

1. Article THIRD is amended to read in its entirety as follows:

"THIRD: The purpose or purposes for which the corporation is organized are to promote the charitable, scientific and educational purposes of Lifespan Corporation, a nonprofit corporation organized and existing under the Rhode Island Nonprofit Corporation Act, and each of the corporations and other entities that may be directly or indirectly affiliated with Lifespan Corporation from time to time in an integrated, regional system for the delivery of comprehensive health services, and to do all things incidental to and designed to promote the foregoing purposes and to engage in any other activity for which corporations may be organized under the Rhode Island Nonprofit Corporation Act."

2. Paragraph (a) of Article FOURTH is hereby amended to read in its entirety as follows:

"(a). Upon dissolution, the Board of Directors of this Corporation shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation outright to Lifespan Corporation, if Lifespan Corporation is qualified for exemption under Section 501(c)(3) of the Code or, if Lifespan Corporation is not then in existence or is not qualified for exemption under Section 501(c)(3) of the Code, to and among any existing non-business corporations or other entities organized and operated for educational, scientific, charitable, religious, or literary purposes, including non-profit societies or associations, which would then qualify under the provisions of Section 501(c)(3) of the Code in such manner and in such proportions as it shall prescribe.

This corporation shall merge or consolidate with or into any corporation only if the surviving corporation is organized and operated exclusively for charitable, scientific or educational purposes within the meaning of Section 501(c)(3) of the

Code and meets the requirements for exemption under Section 501(c)(3) of the Code."

3. Paragraph (b) of Article FOURTH is hereby amended to read in its entirety as follows:

"(b). The sole member of the corporation shall be Lifespan Corporation, a Rhode Island non-profit corporation."