Corp. I.D. # 7126

State of Alpade 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 Pilgrim Park Medical Associates, Ltd.

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SECOND. The period of its duration is (if perpetual, so state) <u>perpetual from and after effective</u> date.

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

Rendering professional services as physicians and all lawful activities related thereto, pursuant to all the provisions of Chapter 5.1 of Title 7 of the General Laws of Rhode Island, (1956 edition, as amended), "The Professional Service Corporation Act", so-called.

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.
- (a) To pay pensions and establish pension plans, pension trusts, profit-sharing 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 ...600 without par value (common)

(If the authorized shares are to consist of one class only, state the par value of such shares or

(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.)

or

(b) If more than one class: Total number of shares __not_applicable

(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 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:

The corporation hereby specifically reserves the right to adopt applicable preemptive rights pertaining to its shares by means of stock purchase agreements, as may from time to time be executed, and by means of its by-laws.

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

500 Turks Head Building, Providen and the name of its initial registered agent a Wolpert, Esquire	at such a	02901 iddress	is:B1	ruce A.
EIGHTH. The number of directors constit corporation is and the na to serve as directors until the first annual successors are elected and shall qualify are:	mes and meeting	addres of sh	sses of th arehold	ne persons who are ers or until their
(If this is a close corporation pursuant to $\S7-1.1-51$ of and address(es) of the officers of the corporation.)	the General	Laws, 1	9 56, as a me	ended, state the name(s)
Name			Address	5
Joseph A. Grande	1243	Post	Road,	Warwick, RI
				0.00
NINTH. The name and address of each	incorpoi	ator i	s:	
Name	•		Addres	\$
Joseph A. Grande	1243	Post	Road,	Warwick, RI
		-		. •
•				, .
				÷
Tenth. Date when corporate existence filing of these articles of incorporation):	to begin	n (not	more t	han 30 days after
Upon filing of these arti	cles			
Dated February 5, 19 93	John	Ā. G	Ande	d

STATE OF RHODE ISLAND	In the City	} of	Providence
County of Providence	Eswa	} 01	
in said county this	day of	: February	, A.D. 19 93
then personally appeared	before me Josep	h A. <u>Gra</u> nde	
		1	
each and all known to me instrument, and they seve their free act and deed.	and known by me to rally acknowledged s	be the parties aid instrument	executing the foregoing by them subscribed to be
			stary Public
		Ne	they Able

TH C99956

Rec'd & Filed FFB 0.5 1993

DEPARTMENT OF STATE

OFFICE OF

SECRETARY OF STATE

PROVIDENCE, R. I.

ACORD. CERTIFICATIE OF INSUFANCE ISSUE DATE (MM/DD/YY) <u>2/03</u>/93 THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND PRODUCER CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE STARKWEATHER & SHEPLEY, INC. POLICIES BELOW. PrO: BOX 549 **COMPANIES AFFORDING COVERAGE** PROVIDENCE, RI 02901-0549 COMPANY A MMJUA-RI COMPANY B INSURED COMPANY C PILGRIM PARK MEDICAL ASSOC., LTD. AND/OR JOSEPH A. GRANDE, D.O. -COMPANY D INDIVIDUALLY

COVERAGES.

3288 WEST SHORE ROAD

WARWICK, RI 02886

THIS IS TO CERTIFY THAT THE 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.

LETTER

LETTER

COMPANY E

CO LTR	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YY)	POLICY EXPIRATION DATE (MM/DD/YY)	(In Thousands of Dollars)		
	GENERAL LIABILITY				BOOILY INJURY OCC.	\$	
ı	COMPREHENSIVE FORM				BODILY INJURY AGG.	\$	
	PREMISES/OPERATIONS				PROPERTY DAMAGE OCC.	\$	
	UNDERGROUND EXPLOSION & COLLAPSE HAZARD			i	PROPERTY DAMAGE AGG.	\$	
	PRODUCTS/COMPLETED OPER.			1	BI & PD COMBINED OCC.	\$	
	CONTRACTUAL				BI & PD COMBINED AGG.	S	
	INDEPENDENT CONTRACTORS				PERSONAL INJURY AGG.	\$	
	BROAD FORM PROPERTY DAMAGE						
	PERSONAL INJURY				4		
	AUTOMOBILE LIABILITY ANY AUTO				BODILY INJURY (Per parson)	s	
:	ALL OWNED AUTOS (Priv. Pass.) ALL OWNED AUTOS (Other Than) ALL OWNED AUTOS (Priv. Pass.)				80DiLY INJURY (Per accident)	\$	
	HIRED AUTOS				PROPERTY DAMAGE	s	
	GARAGE LIABILITY				BODILY INJURY & PROPERTY DAMAGE COMBINED	\$	
	EXCESS LIABILITY				EACH OCCURRENCE	\$	
	UMBRELLA FORM OTHER THAN UMBRELLA FORM				AGGREGATE	\$	
	WORKER'S COMBENS ATION				STATUTORY LIMITS	 	
	WORKER'S COMPENSATION				EACH ACCIDENT	s	
	AND				DISEASE-POLICY LIMIT	\$	
	EMPLOYERS' LIABILITY				DISEASE-EACH EMPLOYEE	S	
A	OTHER PROFESSIONAL LIABILITY	JUA 21707	7/10/93	7/10/94	1,000 each ine 3,000 aggregat		

DESCRIPTION OF OPERATIONS/LOCATIONS/VEHICLES/SPECIAL ITEMS

CODE: 84102

CERTIFICATE HOLDER

SECRETARY OF STATE STATEHOUSE PROVIDENCE, RI 02903

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 SORPORATION 1990