

Filing Fee \$10.00

State of Rhode Island and Providence Plantations

NON-PROFIT CORPORATION

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF

RHODE ISLAND HOSPITAL

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..... Rhode Island Hospital.....

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

(Insert Amendment)

See Exhibit A

THIRD: The amendment was adopted in the following manner:

(Note 1)

"The amendment was adopted at a meeting of members held on December 13, 1989, 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."

Dated Jan 4, 1990

Rhode Island Hospital

(Note 2)

By

*[Handwritten Signature]*

(Note 3)

Its ..... President

and Louise S. Mauran

(Note 3)

Its ..... Secretary

*69*

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.

EXHIBIT A

Articles of Amendment to the  
Act to Incorporate the  
RHODE ISLAND HOSPITAL

The Act to Incorporate the Rhode Island Hospital shall be amended to add the following SECTION EIGHT:

SEC. 8: No trustee of the corporation shall be liable to the corporation or to its members for monetary damages for breach of the trustee's duty as a trustee; provided that this Section 8 shall not eliminate or limit the liability of a trustee (i) for any breach of the trustee's duty of loyalty to the corporation or its members; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or (iii) for any transaction from which the trustee derived an improper personal benefit.

The provisions of this Section shall not eliminate or limit the liability of a trustee of this corporation for any act or omission occurring prior to the date on which this Section became effective. No amendment or repeal of this Section shall adversely affect the rights and protection afforded to a trustee of this corporation under this Section for acts or omissions occurring while this Section is in effect.

Notwithstanding the foregoing provisions of this Section, if the Rhode Island Non-Profit Corporation Act is subsequently amended to further eliminate or limit the personal liability of trustees or to authorize corporation action to further eliminate or limit such liability, then the liability of the trustees of this corporation shall, without any further action of the Board of Directors or the members of this corporation, be eliminated or limited to the extent permitted by the Rhode Island Non-Profit Corporation Act as so amended.

RECEIVED  
SECRETARY'S STAFF  
CORPORATION

JAN 23 9 36 AM '90

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JAN 20 1990