

Filing Fee \$150.00

State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE

CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RI 02903

Corp. I.D. # ..

84773

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 DRS. DEBOIS & DEBOIS, 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. To engage in the general practice of medicine as Osteopaths.
2. To transact and carry on any and all lawful business.

FILED

JUN 12 1995

By J. B. [Signature]
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STATE OF RHODE ISLAND
CORPORATIONS DIVISION

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

(a) *If only one class:* Total number of shares . . . 4000

(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.)

All 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 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 shall have the right in case of sale of any common stock by any holder thereof to purchase said stock at the lowest price at which such stockholder is willing to sell the same before such stock may be sold to any other party; and no sale of any such stock to any other party then the corporation shall be valid unless the offer to sell such stock, at the lowest price at which the holder thereof is willing to sell, shall have first been received in writing by the corporation. The corporation shall have ten (10) days in which to accept or reject said offer.

Any stockholder who shall have offered his stock for sale to the corporation in accordance with the foregoing provisions, any, at any time within twenty (20) days after the rejection of such offer by the corporation, or if within such period the corporation shall neither accept nor reject such offer, then within twenty (20) days after such offer shall have been received by the corporation, sell the stock so offered to the corporation to any other party, but not for a price lower than that at which such stock shall have been previously offered to the corporation, and the corporation may require affidavits from the stockholder and the purchaser of such stock as to the price paid therefor before transferring such stock upon the books of the corporation.

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

Every officer, director, and shareholder of the corporation shall be an individual authorized to practice the profession and shall be employed by the corporation.

SEVENTH. The address of the initial registered office of the corporation is
501 Great Road, North Smithfield, RI 02896 (add Zip Code)
and the name of its initial registered agent at such address is:

DR. DAVID DUBOIS

Dr. David Dubois
Signature of registered agent

EIGHTH. The number of directors constituting the initial board of directors of the corporation is 3 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 §7-1.1-51 of the General Laws, 1956, as amended, state the name(s) and address(es) of the officers of the corporation.)

Name	Address
DR. DAVID R. DUBOIS	501 Great Road, North Smithfield, RI 02896
DR. CAROL J. DUBOIS	501 Great Road, North Smithfield, RI 02896
DR. DIANE I. DUBOIS-HALL	501 Great Road, North Smithfield, RI 02896

NINTH. The name and address of each incorporator is:

Name	Address
Howard S. Portney, Esq.	250 Eddie Dowling Highway, No. Smithfield, RI 02896

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

July 1, 1995

Dated June 9, 1995

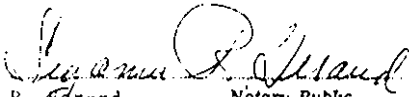
Howard S. Portney
Signature of each incorporator

STATE OF RHODE ISLAND } In the ^{City} } of North Smithfield
COUNTY OF Providence } Town }

in said county this 9th day of June, A.D. 1995

then personally appeared before me ~~DR. DAVID ROBERTS~~ HOWARD S. PERINAY

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.


Suzanne R. Gerard Notary Public
My Commission Expires: 7/21/95

ACORD CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YY)
6/8/95faf**PRODUCER**KEOUGH KIRBY ASSOCIATES, INC.
P.O. BOX 1
WOONSOCKET, RI 02895

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 POLICIES BELOW.

COMPANIES AFFORDING COVERAGECOMPANY
A MMJUA-RICOMPANY
BCOMPANY
CCOMPANY
DINSURED DRS. DUBOIS AND DUBOIS, LTD. AND/OR
DIANE I. DUBOIS-HALL, D.O., DAVID R. DUBOIS,
D.O., AND CAROL J. DUBOIS, D.O., INDIVIDUALLY
501 GREAT ROAD - ROUTE 146A-NORTH
NORTH SMITHFIELD, RI 02896**COVERAGES**

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. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS. (Limits in Thousands)

CO LTR	TYPE OF INSURANCE	POLICY NUMBER	POLICY EFFECTIVE DATE (MM/DD/YY)	POLICY EXPIRATION DATE (MM/DD/YY)	LIMITS	
A	GENERAL LIABILITY	JUA 25606	07/01/95	07/01/96	BODILY INJURY OCC	\$
	<input type="checkbox"/> COMPREHENSIVE FORM				BODILY INJURY AGG	\$
	<input type="checkbox"/> PREMISES/OPERATIONS				PROPERTY DAMAGE OCC	\$
	<input type="checkbox"/> UNDERGROUND EXPLOSION & COLLAPSE HAZARD				PROPERTY DAMAGE AGG	\$
	<input type="checkbox"/> PRODUCTS/COMPLETED OPER				BI & PD COMBINED OCC	\$
	<input type="checkbox"/> CONTRACTUAL				BI & PD COMBINED AGG	\$
	<input type="checkbox"/> INDEPENDENT CONTRACTORS				PERSONAL INJURY AGG	\$ 1,000
	<input type="checkbox"/> BROAD FORM PROPERTY DAMAGE					
	<input checked="" type="checkbox"/> PERSONAL INJURY					
	AUTOMOBILE LIABILITY				BODILY INJURY (Per person)	\$
	<input type="checkbox"/> ANY AUTO				BODILY INJURY (Per accident)	\$
	<input type="checkbox"/> ALL OWNED AUTOS (Private Pass)				PROPERTY DAMAGE	\$
	<input type="checkbox"/> ALL OWNED AUTOS (Other than Private Passenger)				BODILY INJURY & PROPERTY DAMAGE COMBINED	\$
	<input type="checkbox"/> HIRED AUTOS					
	EXCESS LIABILITY				EACH OCCURRENCE	\$
	<input type="checkbox"/> UMBRELLA FORM				AGGREGATE	\$
	<input type="checkbox"/> OTHER THAN UMBRELLA FORM					\$
	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY				WC STATUTORY LIMITS	OTH-ER
	<input type="checkbox"/> THE PROPRIETOR/PARTNERS/EXECUTIVE OFFICERS ARE				EL EACH ACCIDENT	\$
	<input type="checkbox"/> INCL				EL DISEASE - POLICY LIMIT	\$
	<input type="checkbox"/> EXCL				EL DISEASE - EA EMPLOYEE	\$
A	OTHER	JUA 25606	07/01/95	07/01/96	\$1,000 ea. med. incident \$3,000 aggregate	
	PROFESSIONAL LIABILITY					

DESCRIPTION OF OPERATIONS/LOCATIONS/VEHICLES/SPECIAL ITEMS

SPECIALTY CODE: 84420/ 80999

CERTIFICATE HOLDERDRS. DUBOIS AND DUBOIS, LTD.
501 GREAT ROAD
NORTH SMITHFIELD, RI 02896**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

Freida A. Friday