

## ORIGINAL ARTICLES OF INCORPORATION

• FIRST. The name of the corporation is PROVIDENCE CARDIOLOGY, INC.

XX

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

The corporation shall have power: (See §7-1.1-4 of the General Laws, 1956, as amended.)

- FORM 11A 10M 12.78

(OVER)

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

(a) If only one class: Total number of shares 1,000

(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.)

\$1.00 par value common stock

OT

[illegible][illegible]

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

In the event that a separate agreement has not been executed between the corporation and each of its stockholders concerning the transfer or the sale of its stock, the corporation shall have the right, in case of transfer or sale of any of its stock by the holder thereof, to purchase such stock at the lowest price at which such stockholder is willing to sell the same before such stock may be sold to any other eligible person (as defined in Section 7-5.5-5 of the General Laws of Rhode Island); no sale of any stock to any eligible person 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 fifteen (15) days in which to accept or reject the offer.

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

Shares of stock may be issued by the Board of Directors of the corporation from time to time for such consideration consisting of cash, services, personal property, both tangible and intangible, or real property as may be fixed from time to time by said Board of Directors.

SEVENTH. The address of the initial registered office of the corporation is 194 Waterman Street, Providence, Rhode Island 02906 (add Zip Code) and the name of its initial registered agent at such address is: Jack H. Klie, M.D.

EIGHTH. The number of directors constituting the initial board of directors of the corporation is One (1) 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, 1966, as amended, state the name(s) and address(es) of the officers of the corporation.)

Name	Address
Jack H. Klie, M.D.	194 Waterman Street, Providence, R.I. 02906

NINTH. The name and address of each incorporator is:

Name	Address
Edward J. Bertozzi, Jr., Esq.	2700 Hospital Trust Tower, Providence, Rhode Island 02903

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

Upon filing of these articles of incorporation

Dated June 30, 1978, 19 78

Edward J. Bertozzi Jr

then personally appeared before me Edward J. Bertozzi, Jr., Esq.

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.

*David K. Chaffell*  
Notary Public

JUL 31 1978

110.00  
1260A14...110.0081

# CERTIFICATE OF INSURANCE

This is to Certify, that policies in the name of

NAMED INSURED and ADDRESS Providence Cardiology, Inc. and/or Robert D. Meringolo, M.D. and Jack H. Klie, M.D. - Individually  
194 Waterman Street  
Providence, R.I. 02903

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

will be issued for Professional Liability covering the Insured with limits of not less than \$100,000. per claim as follows:

KIND OF INSURANCE	POLICY NUMBER	POLICY PERIOD	LIMITS	
			Workmen's Compensation Ins. Employers' Liability Ins.	STATUTORY
WORKMEN'S COMPENSATION AND EMPLOYERS' LIABILITY		Eff. Exp.		\$
COMPREHENSIVE GENERAL LIABILITY		Eff. Exp.	BODILY INJURY \$ ,000 Each occurrence	PROPERTY DAMAGE \$ ,000 Each occurrence
			\$ ,000 Aggregate	\$ ,000 Aggregate
MANUFACTURERS' AND CONTRACTORS' LIABILITY		Eff. Exp.	\$ ,000 Each occurrence	\$ ,000 Each occurrence
OWNERS', LANDLORDS' AND TENANTS' LIABILITY		Eff. Exp.	\$ ,000 Each occurrence	\$ ,000 Aggregate
CONTRACTUAL LIABILITY		Eff. Exp.	\$ ,000 Each occurrence	\$ ,000 Each occurrence
AUTOMOBILE LIABILITY				
<input type="checkbox"/> Owned Automobiles		Eff.	\$ ,000 Each person	\$ ,000 Each occurrence
<input type="checkbox"/> Hired Automobiles		Exp.	\$ ,000 Each occurrence	
<input type="checkbox"/> Non-Owned Automobiles				
COMPREHENSIVE AUTO-MOBILE LIABILITY		Eff. Exp.	\$ ,000 Each person \$ ,000 Each occurrence	\$ ,000 Each occurrence
OTHER:		Eff. Date of Exp. Corporate Approval		
Professional Liability	JUA 8318			

\*Aggregate not applicable if Owners', Landlords' and Tenants' Liability Insurance excludes structural alterations, new construction and demolition.

and cover, in accordance with the policy terms, employees of the Named Insured with limits of not less than \$100,000. per claim.

Members of the Corporation: (1) Robert D. Meringolo, M.D. (2) Jack H. Klie, M.D.

In the event of any material change in, or cancellation of, said policies, the undersigned company will endeavor to give written notice to the party to whom this certificate is issued, but failure to give such notice shall impose no obligation nor liability upon the company.

Dated: July 28, 1978

Name of Medical Malpractice Joint Underwriting  
Company: Association of Rhode Island

*Joseph F. Merrill*  
AUTHORIZED REPRESENTATIVE

Joseph F. Merrill, MMJUA-RI

CERTIFICATE ISSUED TO:

Secretary of the State of Rhode Island

NAME and ADDRESS State House  
Providence, R.I. 02903