



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

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:

1. The name of the corporation is J.D. GLOOR M.D., INC.

(This is a close corporation pursuant to § 7-1.1-51 of the General Laws, 1956, as amended) (strike if inapplicable)

2. The period of its duration is (if perpetual, so state) perpetual

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

To engage in the practice of medicine including, but not limited to,
primary care medicine, emergency care, and internal medicine, and for
any other lawful purpose or purposes for which a corporation may be
formed under Rhode Island General Laws (1956), as amended, Title 7,
Chapter 5.1.

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

(a) If only one class: Total number of shares 100 (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.):

no 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 Chapter 7-1.1 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.):

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

(see attached)

FILED

APR 10 1998

By DA#55

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

(see attached)

7. The address of the initial registered office of the corporation is 7395 Post Road

(Street)

North Kingstown, RI 02852

(City/Town)

(Zip Code)

and the name of its initial registered agent at such address is

Matthew F. Callaghan, Jr.

8. The number of directors constituting the initial board of directors of the corporation is 0 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 Section 7-1.1-51 of the General Laws, 1956, as amended, and there shall be no board of directors, state the titles of the initial officers of the corporation and the names and addresses of the persons who are to serve as officers until the first annual meeting of shareholders or until their successors be elected and qualify)

Title	Name	Address
Pres.	<u>James D. Gloor MD</u>	<u>174 Gibson Avenue, Narragansett, RI 02882</u>
Treas.	<u>James D. Gloor MD</u>	<u>174 Gibson Avenue, Narragansett, RI 02882</u>
Sec.	<u>James D. Gloor MD</u>	<u>174 Gibson Avenue, Narragansett, RI 02882</u>

9. The name and address of each incorporator is:

Name	Address
<u>Matthew F. Callaghan, Jr.</u>	<u>7395 Post Road, No. Kingstown, RI 02852</u>

10. Date when corporate existence to begin: upon filing of Articles

(not more than 30 days after filing of these articles of incorporation)

Dated April 10, 19 98

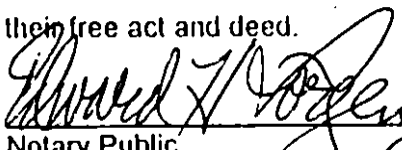


Signature of each Incorporator

STATE OF State of Rhode Island
COUNTY OF Washington

In North Kingstown, on this 10th day of April, 19 98, personally appeared
before me Matthew F. Callaghan, Jr.

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.


Notary Public
My Commission Expires: June 11, 2001

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 to purchase its common stock at the lowest price at which the holder thereof is willing to sell the same before the same shall be sold to any other party and no sale or transfer of the common stock of the corporation to any party other than the corporation shall be valid, nor shall any share of such stock be transferred on the books of the corporation to any party other than the corporation unless said stock shall have first been offered in writing to the corporation by the holder of record thereof for sale at a designated price, nor, such offer having been made, unless the corporation fails to accept said offer within thirty (30) days from the day of receipt thereof or prior to the expiration of said thirty (30) days shall give notice in writing to the holder of such stock that it does not desire to accept said offer, and no sale or transfer of the stock of the corporation at a price lower than that which the same shall have been offered in writing to the corporation shall be valid or give any person the right to a transfer of the same on the books of the corporation. Nothing herein contained shall prevent the transfer of the shares of the corporation stock by will or intestacy, provided, however, that such transfer shall be bound by the terms hereof.

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

- (a) action by the stockholders pursuant to RIGL Section 7-1.1-30.3(b) is hereby authorized.
- (b) no director or stockholder undertaking to exercise the responsibilities of a director shall have personal liability to the corporation or to its stockholders for monetary damages for breach of such directors or stockholders duty as a director or, in the case of a stockholder, duty as a person undertaking to exercise the responsibilities of a director; provided that this provision shall not eliminate or limit the liability of such director or stockholder for : (1) any breach of such directors or stockholders duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability imposed pursuant to the provisions of RIGL 7-1.1-43; or (4) any transaction from which such director or stockholder derived an improper personal benefit (unless said transaction is permitted by RIGL 7-1.1-37.1).
- (c) this corporation will be treated as a Subchapter S corporation for the purposes of income taxation under the Internal Revenue Code.

MEDICAL MALPRACTICE JOINT UNDERWRITING ASSOCIATION OF RHODE ISLAND

POLICY DECLARATIONS

JUA 24358

Former Policy No.

JAN 12 1998

NAMED INSURED AND ADDRESS (No., Street, City, State and Zip Code)

Policy No. JUA 24358

INSURED

JAMES DREW GLOOR, M.D.
174 GIBSON AVENUE
NARRAGANSETT, RI 02882-3936☒ Occurrence☐ Claims-Made

Retro Date _____

BROKER

STARKWEATHER & SHEPLEY, INC.
P.O. BOX 549
PROVIDENCE, RI 02901-0549☒ Full-Time☐ Part-TimeSpecialty Code 80420

POLICY PERIOD

From 12/31/97 To 12/31/98 12:01 A.M. Standard Time at the
address of the Named Insured

Total Advanced Premium

\$ 7,652.00Total SRF \$ N/A

PROFESSIONAL LIABILITY INSURANCE		LIMITS OF LIABILITY (Thousands of Dollars)		ADVANCED PREMIUMS
Physicians, Surgeons & Dentists*	<input checked="" type="checkbox"/>	Each Medical Incident \$ 1,000	Aggregate \$ 3,000	\$ 7,584.00
Hospital Professional Liability	<input type="checkbox"/>	Each Medical Incident \$	Aggregate \$	\$
Stabilization Reserve Fund assessment at time of issue (per Ins. 21 (XX1))				\$ N/A
Comprehensive General Liability Occurrence Coverage	<input type="checkbox"/>	Bodily Injury Property Damage	Each Occurrence \$	Aggregate \$
Premises Liability Occurrence Coverage	<input type="checkbox"/>	Bodily Injury Property Damage	\$	\$ \$
Products & Completed Operations Occurrence Coverage	<input type="checkbox"/>	Bodily Injury Property Damage	\$	\$
Premises Medical Payments Occurrence Coverage	<input type="checkbox"/>		Each Accident \$	\$
Personal Injury Liability Occurrence Coverage	<input checked="" type="checkbox"/>		Aggregate \$ 1,000	\$ 68.00

Endorsements made part of this policy at time of issue (identify by #) RIJUA-2(4/91)

JUA-20(8/93), JUA-40(4/91), JUA-41(4/91), L6135(4/91), JUA-60(5/94)

JUA-20(4/97), JUA-63(4/97), L4069S(4/91), JUA-53(4/91)

By:

James M. Vaccaro
Assistant Secretary

PHYSICIANS, SURGEONS AND DENTISTS PROFESSIONAL LIABILITY INSURANCE COVERAGE PART — OCCURRENCE

(Applicable to Chiropractors, Nurses, Podiatrists, Technicians, and other qualifying individual Health Care Professionals)

attachment to Policy No. JUA 24358 to complete said policy:

SCHEDULE A

Insurance afforded is only with respect to such of the following Coverages as are indicated by specific premium charge or charges. The limit of the company's liability against each such Coverage shall be as stated herein, subject to all the terms of this policy having reference thereto.

Advance Premium	Limits of Liability (Thousands of Dollars)	Coverages *	Code	Named of Insured
7,584.00	\$ 1,000 each medical incident	M Individual Coverage	80420	James Drew Gloor, M.D.
	\$ 3,000 aggregate			
		N Partnership Coverage		
	Coverage for x-ray therapy by:			
	Total of coverage for additional interests in item (b). Additional Declarations:			
	Endorsements attached at issue SEE RJUA-1 (01/95)			
7,584.00	TOTAL ADVANCE PREMIUM			

ADDITIONAL DECLARATIONS

-) Under Coverage N, the insured is engaged in partnership with the following persons (state for each whether a physician, surgeon or dentist):
-) The number of professional employees employed (i) under Coverage M, by the insured or (ii) under Coverage N, by the partnership, as additional interests (not individual coverage) is as follows:

Number	Code	Profession	Advance Premium
		Physicians	\$
		Surgeons	\$
		Dentists	\$
		X-ray Therapy Technicians	\$
		Laboratory Technicians	\$
		Physician's Assistants	\$
			\$
			\$
TOTAL ADVANCE PREMIUM ADDED TO SCHEDULE ABOVE:			\$

- c) The insured(s) is engaged in practice as a/an **Family Practitioner, No Surgery,**
and is duly registered and licensed to practice his profession under the laws of all jurisdictions in which he or she practices.
- d) The insured: (1) is not connected with any partnership other than that described in (a); (2) is not an owner or operator of a hospital, sanitarium or clinic with board facilities; (3) does not perform major surgery; (4) does not use x-ray apparatus for therapeutic treatment; (5) has no other professional speciality; (6) is not employed by any person or organization, on salary or commission.
- Exception, of any, to (1) (4)
(2) (5)
(3) (6)