

Filing Fee: \$150.00

ID Number: 109582



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

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

ORIGINAL

BUSINESS CORPORATION

ARTICLES OF INCORPORATION

(To Be Filed In Duplicate Original)

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 Barreto & Schwartz Psychology Associates, P.C., 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:

Rendering professional services relating to psychology, including
related fields and all lawful activities relative thereto pursuant to all
provisions of Chapter 5.1 of Title 7 of the General Laws of Rhode Island,
as amended, the "Professional Service Corporation Law", so-called, and to
have all the powers conferred upon corporations organized under the Rhode
Island Business Corporation Act.

4. 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.):

All shares issued 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 Chapter 7-1.1 of the General Laws, 1956, as amended, 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 Attachment 1

DEC 09 1999
By 234684

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

See Attachment 1

7. The address of the initial registered office of the corporation is 118 Tenth Street
Providence, RI 02906 (Street Address, not P.O. Box) and the name of its initial registered agent
at such address is Wendy E. Schwartz (City/Town) (Zip Code)
(Name of Agent)

8. The number of directors constituting the initial board of directors of the corporation is two 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
President	Wendy E. Schwartz	118 Tenth Street, Providence, RI 02906
Secretary/ Treasurer	Steven J. Barreto	118 Tenth Street, Providence, RI 02906

9. The name and address of each incorporator is:

Name	Address
Michael Aaronson	71 Princeton Avenue, Providence, RI 02906

10. Date when corporate existence is to begin January 1, 2000
(not prior to, nor more than 30 days after, the filing of these articles of incorporation)

Date:

December 7, 1999

Michael Aaronson

Signature of each Incorporator

STATE OF Rhode Island
COUNTY OF Providence

In Providence, R.I., on this 7th day of November, 1999, personally
appeared before me Michael Aaronson,
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.

Diana M. Warner

Notary Public

My Commission Expires: 07-15-2002

BARRETO & SCHWARTZ PSYCHOLOGY ASSOCIATES, P.C., INC.

ARTICLES OF INCORPORATION ATTACHMENT I

ARTICLE FIFTH

Each of the holders of the issued and outstanding shares of Common Stock of the corporation shall have the right to subscribe for any new capital stock, whether of a class now existing or hereafter created, or for any securities convertible into capital stock hereafter issued by the corporation in proportion to their respective holdings of stock at the time of such issue.

ARTICLE SIXTH

The corporation shall have the right, in case of the sale of shares of stock of any stockholder, to purchase said shares at the lowest price at which such stockholder is willing to sell said shares before the same shall be sold by him to any other party; provided, however, that the corporation shall exercise its right to purchase hereunder within thirty (30) days after such stockholder shall have notified the corporation in writing of his desire to sell said shares and the price at which he is willing to sell the same, and if the corporation shall decide to purchase said shares, such stockholder shall, upon tender of the purchase price thereof, transfer to the corporation said shares so sold, and if the corporation shall not elect to purchase said shares within said thirty (30) day period, then such stockholder may, at any time within thirty (30) days after the expiration of said thirty (30) day period, sell said shares to any other party but at not less than the price at which the same were offered to the corporation.

Branch
32

B/A
A

Producer #
0002360

Issue Date
08/03/1999

Renewal/Replacement No.
RENEWAL

PSYCHOLOGISTS PROFESSIONAL LIABILITY
CLAIMS-MADE INSURANCE POLICY
PURCHASING GROUP POLICY NUMBER: 452-0002000

NOTICE: THIS IS A CLAIMS-MADE POLICY, PLEASE READ THE POLICY CAREFULLY.

Item	DECLARATIONS	CERTIFICATE NUMBER: 45P- 2053632		
1.	NAMED INSURED: ADDRESS (Number & Street, Town, County, State & Zip No.)	STEVEN JAMES BARRETO PHD 118 TENTH STREET PROVIDENCE RI 02906		
2.	POLICY PERIOD:	From 09/01/1999 To 09/01/2000 (12:01 A.M. Standard Time At Location Of Designated Premises)		
3.	COVERAGE: Professional Liability	LIMITS OF LIABILITY \$2,000,000 each Incident	\$4,000,000 Aggregate	PREMIUM \$257.00
4.	BUSINESS OF THE INSURED: Psychology			
5.	THE NAMED INSURED IS: (<input checked="" type="checkbox"/>) Sole Proprietor (including Independent Contractors) (<input type="checkbox"/>) Partnership (<input type="checkbox"/>) Corporation (<input type="checkbox"/>) OTHER:			
6.	This policy shall only apply to incidents which happen on or after: a) the policy effective date shown on the Declarations; or b) the effective date of the earliest claims-made policy issued by the Company to which this policy is a renewal; or c) the date specified in any endorsement hereto. 09/01/1997			
7.	This policy is made and accepted subject to the printed conditions of this policy together with the provisions, stipulations and agreements contained in the following form(s) or endorsement(s): PLJ-2008 (10/94) POE-8004 PLE-2167 PLE-2081 PON-2003 PLE-8035 (09/97)			

CHICAGO INSURANCE COMPANY
55 E. MONROE STREET, CHICAGO, ILLINOIS 60603

REPRESENTATIVE: Agent or Broker: Kirke Van Orsdel
Office Address: 1776 West Lakes Parkway
Town and State: West Des Moines, IA. 50398
Toll-free Number: 1-800-852-9987

INTERSTATE
INSURANCE
GROUP

PLP-2012 (06/93) (Elec.)

PLP-8003 (7/94) (E3. LASER)

5/05/99 - A

EXECUTIVE RISK INDEMNITY INC.
THIS IS A CLAIMS MADE POLICY - PLEASE READ CAREFULLY
PSYCHOLOGISTS PROFESSIONAL LIABILITY POLICY

*** RENEWAL ***
NOTICE: A LOWER LIMIT OF LIABILITY APPLIES TO JUDGMENTS OR SETTLEMENTS WHEN THERE ARE ALLEGATIONS OF SEXUAL MISCONDUCT (SEE THE SPECIAL PROVISION "SEXUAL MISCONDUCT" IN THE POLICY).

DECLARATIONS

POLICY NO. 801-0024669

ITEM 1. (a) NAME AND ADDRESS OF INSURED:

WENDY E. SCHWARTZ, PH.D.
118 TENTH STREET
PROVIDENCE, RI 02906

ACCOUNT NO: RI-SCHW118-0 03300838

ITEM 1. (b) ADDITIONAL NAMED INSURED:

TYPE OF ORG: INDIVIDUAL

ITEM 2. ADDITIONAL INSURED:

ITEM 3. POLICY PERIOD:

FROM: 05/01/99

TO: 05/01/00

12:01 A.M. STANDARD TIME AT THE ADDRESS OF THE INSURED AS STATED HEREIN:

ITEM 4. LIMITS OF LIABILITY:

- (a) \$ 1,000,000 EACH WRONGFUL ACT OR SERIES OF CONTINUOUS, REPEATED OR INTERRELATED WRONGFUL ACTS OR OCCURRENCE
(b) \$ 5,000 DEFENSE REIMBURSEMENT
(c) \$ 3,000,000 AGGREGATE

ITEM 5. PREMIUM SCHEDULE:

CLASSIFICATION	NUMBER	RATE	ANNUAL PREMIUM
1ST PSYCHOLOGIST DEFENSE LIMIT	1	227.00	216.00 .00
TOTAL PREMIUM:			216.00

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ITEM 6. RETROACTIVE DATE: 05/01/98

ITEM 7. EXTENDED REPORTING PERIOD

ADDITIONAL PREMIUM (If exercised): \$ 378.00

ITEM 8. POLICY FORMS AND ENDORSEMENTS
ATTACHED TO THIS POLICY:

AUTHORIZED COMPANY REPRESENTATIVE

C22129 (7/95 ED.) C22128 C22106 (8/96) REV.

THIS IS NOT A BILL. PREMIUM HAS BEEN PAID.