

State of Rhode Island and Providence Plantations
NON-PROFIT CORPORATION

ORIGINAL ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a corporation under Chapter 7-6 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Hospice of Nursing Placement, Inc.

SECOND: The period of its duration (if perpetual, so state) perpetual

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

To operate a non-profit Hospice organization to be licensed pursuant to the laws of the State of Rhode Island; to qualify as a tax exempt organization pursuant to Section 501 (c) (3) of the Internal Revenue Code; and to do everything generally done by those operating a similar organization for a lawful purpose.

FOURTH: Provisions (if any) for the regulation of the internal affairs of the corporation, including provisions for the distribution of assets on dissolution or final liquidation, are:

(Note 1)

Upon dissolution or final liquidation, the assets of the corporation shall be applied and distributed pursuant to Section 7-6-51 of the Rhode Island General Laws; provided, however, that such application and distribution (subject to paragraphs (a) and (b) of Section 7-6-51) shall be (1) to an organization of charitable, religious, eleemosynary, benevolent, educational or similar purposes, and (2) pursuant to Section 501 (c) (3) of the Internal Revenue Code.

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FIFTH: The address of the initial registered office of the corporation is.....

100 Medway Street, Providence, Rhode Island, 02906..... (add Zip Code),

and the name of its initial registered agent at such address is: Lawrence S. Gates.....

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is.....⁴.....
and the names and addresses of the persons who are to serve as the initial directors are:

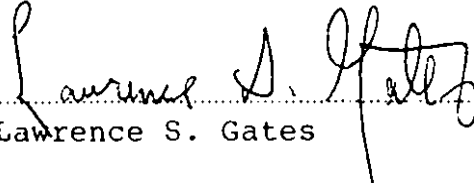
Name	Address
Paul Bigney.....	All of.....
Marcia Bigney.....	339 Angell Street.....
Michael Bigney.....	Providence, RI 02906.....
Maria Barros.....
.....
.....

SEVENTH: The name and address of each incorporator is:

Name	Address
Lawrence S. Gates.....	100 Medway Street, Providence, RI 02906.....
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EIGHTH: Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation): upon filing of the Articles of Incorporation with the Secretary of State of Rhode Island.

Dated September 27....., 1994


Lawrence S. Gates

.....
Incorporator(s)

NOTE:

1. If no provision for the regulation of the internal affairs of the corporation or for the distribution of assets on dissolution or final liquidation are to be set forth, insert "None." In an appropriate case provisions relating to members, their qualifications and rights (Section 7-6-15) may be inserted here.