

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

93698
Corp. I.D. # _____ applied for _____

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 Rhode Island Primary Care, Inc.

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

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

- To provide primary care medical services to patients requesting such services.
- To carry on any business permitted and to enjoy all rights and powers granted by the State of Rhode Island to a professional corporation organized and operated pursuant to Chapter 5.1 of the Rhode Island General Laws and Chapter 7-1.1 thereof as incorporated therein, as amended from time to time.

FILED

MAR 31 1995

By John H. 139567

RECEIVED
SECRETARY OF STATE
MAR 31 1995

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

(a) *If only one class:* Total number of shares ... 8,000

(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.)

\$.01

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.)

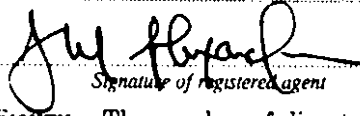
FIFTH. Provisions (if any) dealing with the preemptive right of shareholders pursuant to §7-1.1-24 of the General Laws, 1956, as amended:

None

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

See Exhibit A which is attached hereto and made a part hereof.

SEVENTH. The address of the initial registered office of the corporation is
Brown, Rudnick, Freed & Gesmer
30 Kennedy Plaza, Providence, RI 02903 (add Zip Code)
and the name of its initial registered agent at such address is:
Jeffery M. Alexander, Esq.


Signature of registered agent

EIGHTH. The number of directors constituting the initial board of directors of the corporation is one 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
Steven M. Sepe, M.D.	35 Sockanosset Crossroad Cranston, RI 02920

NINTH. The name and address of each incorporator is:

Name	Address
Jeffery M. Alexander, Esq.	Brown, Rudnick, Freed & Gesmer 30 Kennedy Plaza Providence, RI 02903

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

Upon filing

Dated March 29, 1995


Signature of each incorporator
Jeffery M. Alexander

MYRA B. SHAYS, Notary Public
State of Rhode Island and Providence Plantations
My Commission Expires 1/9/79

ARTICLES OF ORGANIZATION
Rhode Island Primary Care, Inc.

ARTICLE VI

Exhibit A

The other lawful provisions for the conduct and regulation of business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining or regulating the powers of the corporation, or of its directors or stockholders, or any class of stockholders, are set forth in this Article VI.

a. By-Laws. The By-laws may provide that the directors may make, amend or repeal the By-laws in whole or in part, except with respect to any provision thereof which by law or the By-laws requires action by the stockholders.

b. Meetings. Meetings of the stockholders of the corporation may be held anywhere in the United States.

c. Acting as Partner. The corporation may be a general or limited partner in any business enterprise it would have power to conduct by itself.

d. Indemnification. The corporation may provide, either in the corporation's By-laws or by contract, for the indemnification of directors, officers, employees and agents, by whomever elected or appointed, to the full extent presently permitted by law; provided, however, that if applicable law is hereafter modified to permit indemnification in situations where it was not theretofor permitted, then such indemnification may be permitted to the full extent permitted by such law as amended.

e. Transactions with Interested Persons. The By-laws may contain provisions providing that no contract or transaction of the corporation shall be void or voidable by reason of the fact that any officer, director or stockholder of the corporation may have held an interest therein.

f. Elimination of Directors' Personal Liability. No director shall be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director notwithstanding any provision of law imposing such liability; provided, however, that this provision shall not eliminate or limit the liability of a director (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under R.I.G.L. §7-1.1-43, or (iv) for any transaction from which the director derived an improper personal benefit. No

amendment to or repeal of this paragraph shall apply to or have any effect on the liability or alleged liability of any director of the Corporation for or with respect to any acts or omissions of such director occurring prior to the date of such amendment or repeal.

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TUA C0017

POLICY DECLARATIONS

Former Policy No.

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

Policy No. JUA C0182

STEVEN MICHAEL SEPE, M.D.
35 SOCKANOSSET CROSSROAD
CRANSTON, RI 02910

☐ Occurrence

☒ Claims-Made

Retro Date 07/01/90

☒ Full-Time

☐ Part-Time

Specialty Code 80257

POLICY PERIOD

From To 12:01 A.M. Standard Time at the
07/01/94 07/01/95 address of the Named Insured

Total Advanced Premium
\$ 7,245.00

Total SRF \$ N/A

PROFESSIONAL LIABILITY INSURANCE

LIMITS OF LIABILITY (Thousands of Dollars)

ADVANCED PREMIUMS

Physicians, Surgeons & Dentists*	☒	Each Medical Incident \$ 1,000	Aggregate \$ 3,000	\$ 7,245.00
Hospital Professional Liability	☐	Each Medical Incident \$	Aggregate \$	\$
Stabilization Reserve Fund assessment at time of issue (per Ins. 21 (XX1))				\$ N/A

Comprehensive General Liability Occurrence Coverage	☐	Bodily Injury Property Damage	Each Occurrence	Aggregate \$	\$
Premises Liability Occurrence Coverage	☐	Bodily Injury Property Damage		\$	\$
Products & Completed Operations Occurrence Coverage	☐	Bodily Injury Property Damage		\$	\$
Premises Medical Payments Occurrence Coverage	☐			Each Accident \$	\$
Personal Injury Liability Occurrence Coverage	☐			Aggregate \$	\$

Endorsements made part of this policy at time of issue (Identify by #): JUA-40(4/91) JUA-41(4/91) L6135(4/91)

By:

MAX CLMDE. LIAB. (8/93), JUA-60(4/91), JUA-53(4/91)

James M. Vallerano
Assistant Secretary

This coverage applies to partnerships, nurses, and other qualifying health care professionals.