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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

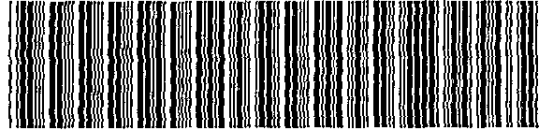
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Joanne Fugere **GME**  
AUTHORIZATION BY PHONE TO  
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2005 MAY 13 PM 3:30  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

W05-25544  
J. BRYAN MAY 20 2005

**TRANSMITTAL LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** The Miriam Hospital Foundation  
(Name of Corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Joanne M. Fugere  
(Name of Person)  
Lifespan Corporation  
(Firm/Company)  
Office of the General Counsel  
167 Point Street  
(Address)  
Providence, RI 02903  
(City/State and Zip Code)

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TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Joanne M. Fugere at ( 401 ) 444-3588  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. The Miriam Hospital Foundation Inc. (Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. Rhode Island (State or country under the law of which it is incorporated) 3. 05-0377502 (FEI number, if applicable)

4. May 18, 1978 (Date of Incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. 2001. See attached letter from Secretary of State advising that our activities prior to 2005 are exempt. (Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S., to determine penalty liability.)

7. 164 Summit Avenue, Providence, RI 02906 (Principal office address)

164 Summit Avenue, Providence, RI 02906 (Current mailing address)

8. To promote the charitable, scientific, & educational purposes of The Miriam Hospital & Lifespan Corporation (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Angell Corporate Services, Inc.

Office Address: One North Clematis Street, Suite 400

West Palm Beach (City), Florida 33401 (Zip Code)

10. Registered Agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

ANGELL CORPORATE SERVICES, INC.

BY: [Signature] (Registered Agent's signature)

Gregory E. Young, Vice President

11. Attached is a Certificate of Existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED MAY 13 PM 3:30 DEPARTMENT OF CORPORATIONS PALM BEACH, FLORIDA

12. Names and addresses of officers and/or directors:

**A. DIRECTORS**

Chairman: Benjamin G. Paster

Address: Paster & Harpootian, 1 Providence Washington Plaza

Providence, RI 02903

Vice Chairman: DeeDee Witman

Address: 64 Hazard Avenue

Providence, RI 02906

Director: Victor Baxt

Address: Teknor Apex, 505 Central Avenue

Pawtucket, RI 02861

Director: C. Scott Chernick

Address: The Koffler Corporation, 1 Providence Washington Plaza

Providence, RI 02903

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TALLAHASSEE, FLORIDA

**B. OFFICERS**

President: Kathleen C. Hittner, M.D.

Address: The Miriam Hospital, 164 Summit Avenue

Providence, RI 02906

Vice President:

Address:

Secretary: Tina Odessa

Address: 625 East Avenue, Pawtucket, RI 02860

Treasurer: Ted Winston

Address: 401 Middlebridge Road, Wakefield, RI 02879

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Kathleen C Hittner, M.D.*  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Kathleen C. Hittner, M.D., President and Chief Executive Officer  
(Typed or printed name and capacity of person signing application)

12. Names and addresses of officers and/or directors (continued):

A. Directors

Director: Alan Gilstein

Address: Piccerelli, Gilstein & Co., 144 Westminster Street

Providence, RI 02903

Director: Jeffrey Goldstein

Address: ACS Industries, Inc., 191 Social Street

Woonsocket, RI 02895

Director: Sidney Greenwald

Address: 23 Surrey Road

Barrington, RI 02806

Director: Almon Hall

Address: 23 Halsey Street

Providence, RI 02906

Director: Carol Levinger

Address: 10 Cushing Street

Providence, RI 02906

Director: Jane S. Nelson

Address: 311 Freeman Parkway

Providence, RI 02906

Director: Mildred Nichols

Address: 56 Fosdyke Street

Providence, RI 02906

Director: Sandra D. Oster

Address: 223 Rumstick Road

Barrington, RI 02806

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TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors (continued):

Director: Bruce Ruttenberg

Address: Chace, Ruttenberg & Freedman, One Park Row

Providence, RI 02903

Director: Joanne Summer

Address: 27 Leicester Way

Pawtucket, RI 02860

Director: Philip Torgan

Address: 22 Wingate Road

Providence, RI 02906

Director: Dr. M. Howard Friedman

Address: 188 Blackstone Boulevard

Providence, RI 02906

Director: Stanley Wachtenheim

Address: Merchant Overseas, Inc., 41 Bassett Street

Providence, RI 02903

Director: David M. Winoker

Address: Belvoir Properties, 222 Richmond Street

Providence, RI 02903

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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS  
*Office of the Secretary of State*

**Matthew A. Brown**  
*Secretary of State*

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2005 MAY 13 PM 3:31  
DIV. OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*The Office of the Secretary of the State of Rhode Island and Providence Plantations, HEREBY CERTIFIES, that*

**The Miriam Hospital Foundation**

*a Rhode Island non-profit corporation, filed original articles of incorporation in this office on the 18<sup>th</sup> day of May 1978; and*

*IT IS FURTHER CERTIFIED that said corporation is now of record and has a legal existence in this office.*

SIGNED AND SEALED this  
twenty-fourth day of February 2005.

*Matthew Brown*

Secretary of State

BY *Mary E. Carroll*

