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FEDERAL IDENTIFICATION NO. 042103602

FEDERAL IDENTIFICATION NO. 042104731
Fee: \$35.00

The Commonwealth of Massachusetts

Examiner

[Signature]

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

*081 12/9/97
073
066
068*

ARTICLES OF ~~CONSOLIDATION~~ / *MERGER (General Laws, Chapter 180, Section 10) Domestic and Domestic Corporations

~~Consolidation~~ / *merger of

⑤ Milford-Whitinsville Regional Hospital, Inc.

④ Visiting Nurse Association of Greater
Milford-Northbridge Area, Inc.
the constituent corporations, into

⑤ Milford-Whitinsville Regional Hospital, Inc.

*one of the constituent corporations ~~as a constituent corporation~~

The undersigned officers of each of the constituent corporations certify under the penalties of perjury as follows:

1. The agreement of ~~consolidation~~ / *merger was duly adopted in accordance and compliance with the requirements of General Laws, Chapter 180, Section 10.
2. That if any of the constituent corporations constitutes a public charity, then the resulting or surviving corporation shall be a public charity.
3. The resulting or surviving corporation shall furnish a copy of the agreement of ~~consolidation~~ / *merger to any of its members or to any person who was a stockholder or member of any constituent corporation upon written request and without charge.
4. The effective date of the ~~consolidation~~ / *merger determined pursuant to the agreement of ~~consolidation~~ / *merger shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing:

October 1, 1997

5. (For a merger)

(a) The following amendments to the Articles of Organization of the *surviving* corporation have been effected pursuant to the agreement of merger:

None

C
P
M
R.A.

P.C.

*Delete the inapplicable word.

RECORDED 9 AM NOV 18 1997

*May: Chate, Wall & Stewart
53 State St.
Boston 02109 - 2891*

(For a consolidation)

(b) The purpose of the *resulting* corporation is to engage in the following activities:

N/A

******(c) The resulting corporation may have one or more classes of members. If it does, the designation of such class or classes, the manner of election or appointment, the duration of membership and the qualification and rights, including voting rights, of the members of each class, may be set forth in the bylaws of the corporation or may be set forth below:

N/A

******(d) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the resulting corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:

N/A

6. The information contained in Item 6 is *not a permanent* part of the Articles of Organization of the ~~resulting~~ / *surviving corporation.

(a) The street address of the ~~resulting~~ / *surviving corporation in Massachusetts is: *(post office boxes are not acceptable)*

14 Prospect Street
Milford, MA 01757

*Delete the inapplicable word.

**If there are no provisions state "None".

Attachment 6BOfficers

Francis M. Saba, President
Henry F. Freniere, Clerk
Norman Noorjani, Treasurer

Address

34 Longfellow Rd., Shrewsbury, MA 01545
20A Hawthorn Village Dr., Franklin, MA 02038
20 Iadarola Ave., Milford 01757

Trustees

Nancy F. Gannett
William B. Gannett
Marvin Hill
Anthony F. Rando
Robert Redden, Ed.D.
Henry Papuga
Alan J. Bernon
Mitchell J. Bellucci, M.D.
Faheem M. Farooq, M.D.
Luigi G. Querusio, M.D.
Albert A. Crimaldi, M.D.
Glen W. Bloem
Philip J. Ciaramicoli
Harold D. Gould, Jr.
Francis J. Larkin
Leon J. Mael
Norman Noorjani
Arthur J. Ober, Jr.
John A. Rauth
Joseph Rosenfeld
Kenneth Redding
Eugene G. Stone
Paul H. Klainer, M.D.
Marie Arone
Paul D. Bozzini
Richard G. Buma
Roger V. Calarese
Henry F. Freniere
Gerald L. Gaudette
Lawrence H. Catusi, Ph.D.
Fernando Rodrigues
Linda Varney
Thomas C. Sawyer
William A. Tosches, M.D.
William G. Muller, M.D.
Richard C. Ellis

Address

144 Freedom St., Hopedale 01747
144 Freedom St., Hopedale 01747
4 Freedom St., Milford 01757
253 Central St., Milford 01757
25 Congress Terrace, Milford 01757
16 West Pine St., Milford 01757
1199 West Central Street, Franklin 02038
192 Wet St., Milford 01757
215 West St., Milford 01757
22 Asylum St., Milford 01757
94 Mendon St., Hopedale 01747
335 Purgatory Road, Whitinsville 01588
100 Medway Road, Milford, MA 01757
308 Hill Street, Whitinsville 01588
333 Faunce Corner Rd., N. Dartmouth, MA 02747-1252
35 Freedom St., Milford 01757
20 Iadarola Ave., Milford 01757
Hartford Avenue West, Mendon 10756
704 Fowler Rd., Northbridge 01534
34 Cedar St., Milford 01757
441 Blackstone Street, Uxbridge 01569
81 Main St., Medway, MA 02053
17 Merriam Road, Grafton, 01519
55 Adin St., Hopedale 01747
58 Highland St., Milford 01757
42 Congress St., Milford 01757
80 Adin St., Hopedale 01747
20A Hawthorne Village Drive, Franklin 02038
500 Hill St., Whitinsville 01588
12 West St., Milford 01757
31 Highland St., Milford 01757
57 Bates Street, Mendon 10756
159 South Main St., Milford, MA 01757
54 Hopedale St., Hopedale 01747
281 East Hartford Ave., Uxbridge 01569
79 Bates Street, Mendon, MA 01756

Mrs. Tina Afonso	5 Jencks Rd., Milford, MA 01757
Mrs. Marjorie Kenney	8 Granite St., Bellingham, MA 02019
Mr. Dino DeBartolomeis	11 Otis St., Milford, MA 01757
Mrs. Maryellen Gray	48 Mendon St., Hopedale, MA 01747
Warren Heller, Esq.	61 Exchange St., Milford, MA 01757
Mr. Gerald Jackman	12 Spring St., Whitinsville, MA 01588
Mr. Daniel Ruggerio	50 Water St., Milford, MA 01757
Mrs. Margaret Sweeney	23 North St., Mendon, MA 01756
Mr. Bart Lawless	12 Robin Rd., Milford, MA 01757

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(b) The name, residential address and post office address of each director and officer of the *resulting / *surviving corporation is

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:			
Treasurer:		See Attachment 6B	
Clerk:			
Directors:			

(c) The fiscal year (i.e. tax year) of the ~~resulting~~ / *surviving corporation shall end on the last day of the month of: September

(d) The name and business address of the resident agent, if any, of the ~~resulting~~ / *surviving corporation is: N/A

The undersigned officers of the several constituent corporations listed herein further state under the penalties of perjury as to their respective corporations that the agreement of *consolidation / *merger has been duly executed on behalf of such corporations and duly approved by the members / stockholders / directors of such corporations in the manner required by General Laws, Chapter 180, Section 10.

TO BE EXECUTED ON BEHALF OF EACH CONSTITUENT CORPORATION

Marjorie E. Kenney, *President / ~~2~~ *President
 Marjorie Kenney

Merrily Sparling, *Clerk / ~~2~~ *Assistant Clerk
 Merrily Sparling

of Visiting Nurse Association of Greater Milford-Northbridge Area, Inc.
(Name of constituent corporation)

Francis M. Saba, *President / ~~2~~ *President
 Francis M. Saba

Henry F. Freniere, *Clerk / ~~2~~ *Assistant Clerk
 Henry F. Freniere

of Milford-Whitinsville Regional Hospital
(Name of constituent corporation)

*Delete the inapplicable words.

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THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF *CONSOLIDATION / *MERGER
(General Laws, Chapter 180, Section 10)
Domestic and Domestic Corporations

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I hereby approve the within Articles of ~~Consolidation~~ / *Merger and,
the filing fee in the amount of \$ 35-, having been paid,
said articles are deemed to have been filed with me this 1st
day of October, 19 97.

Effective date: OCTOBER 1, 1997

William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

A TRUE COPY ATTEST
William Francis Galvin
WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH
DATE 10-27-97 CLERK N44

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

Christopher M. Jedrey, Esq.
CHOATE, HALL & STEWART
Exchange Place
53 State Street
Boston, MA 02109
Telephone: 617-248-5000

ATTEST: WORC. Anthony J. Vigliotti, Register