



The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 180, Section 7 unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

Later effective date: \_\_\_\_\_

SIGNED UNDER THE PENALTIES OF PERJURY, this 6th day of February, 1998.

Francis P. Lynch \_\_\_\_\_, \*President / \*Vice President,  
Francis P. Lynch

Mary Ann Jarvis \_\_\_\_\_, \*Clerk / \*Assistant Clerk,  
Mary Ann Jarvis

\*Delete the inapplicable words.

140451

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT  
(General Laws, Chapter 180, Section 7)

I hereby approve the within Articles of Amendment and, the filing fee in the amount of \$ 1500 having been paid, said articles are deemed to have been filed with me this 9th day of February 19 98.

SECRETARY OF THE COMMONWEALTH  
98 FEB -9 PM 3:56  
COMM. REG. DIVISION

Effective date: \_\_\_\_\_

*William Francis Galvin*  
WILLIAM FRANCIS GALVIN  
Secretary of the Commonwealth

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

Anne P. Ogilby, Esq.  
Ropes & Gray

One International Place

Boston, MA 02110

Telephone: (617) 951-7472



The Commonwealth of Massachusetts  
 Office of the Secretary of State  
 Michael Joseph Connolly, Secretary  
 One Ashburton Place, Boston, Massachusetts 02108

Fee \$35.00

05/10/78  
 068

ARTICLES OF ~~XXXXXXXXXXXX~~ MERGER\*  
 Pursuant to General Laws, Chapter 180, Section 10  
 (Domestic and Domestic Corporation)

FEDERAL IDENTIFICATION NO.  
 23-7105626

FEDERAL IDENTIFICATION NO.  
 04-2103606

5 L000114292

~~Consolidation~~ Merger\* of Belmont-Watertown Visiting Nurse  
Association, Inc.

and Mount Auburn Hospital  
*the constituent corporations*

into Mount Auburn Hospital  
*one of the constituent corporations*

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

1. The agreement of ~~consolidation~~ merger\* complies 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 stockholder or member upon written request and without charge.
4. The effective date of the ~~consolidation~~ merger\* determined pursuant to the agreement referred to in paragraph 1 shall be: the date of filing of these Articles.

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 referred to in paragraph 1:

None

P.C.  
6

\*Delete the inapplicable words.

(For a consolidation)

(B) \*The purposes of the RESULTING corporation are as follows:

N/A

(C) If the resulting corporation has one or more classes of members, the designation of such classes, the manner of election or appointments, the duration of membership and the qualification and rights, including voting rights, of the members of each class, may be set forth in the by-laws 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 following information shall not for any purpose be treated as a permanent part of the articles of organization of the ~~resulting~~ surviving\* corporation.

(A) The post office address of the initial principal office of the ~~resulting~~ surviving\* corporation in Massachusetts is: 330 Mount Auburn Street  
Cambridge, MA 02238

(B) The name, residence and post office address of each of the initial directors and president, treasurer and clerk of the ~~resulting~~ surviving\* corporation is as follows:

	Name	Residence	Post Office Address
President	Francis P. Lynch	195 Marlboro Road Sudbury, MA 01776	Same
Treasurer	Casimir de Rham, Jr.	47 Lake View Avenue Cambridge, MA 02138	Same
Clerk	Mary Ann Jarvis	3 Fairmount Street Winchester, MA 01890	Same

Directors (or officers having the powers of directors) See Continuation Sheets 3A and 3B.

(C) The fiscal year of the ~~resulting~~ surviving\* corporation initially adopted is:

September 30

MOUNT AUBURN HOSPITAL  
BELMONT-WATERTOWN VISITING NURSE ASSOCIATION, INC.  
CAMBRIDGE, MA 02238  
ARTICLES OF MERGER

CONTINUATION SHEET 3

LIST OF TRUSTEES OF  
THE SURVIVING CORPORATION

<u>Name</u>	<u>Residence</u>	<u>Post Office Address</u>
Edward A. Brown	8 Birch Hill Lane Lexington, MA 02173	Same
Irwin L. Cherniak	245 Main Street #41 Watertown, MA 02172	Same
Daniel C. Crane	594 Huron Avenue Cambridge, MA 02138	Same
James H. Crissman	3 Brigham Street Watertown, MA 02172	Same
Sybil d'Arbeloff	55 Appleton Street Cambridge, MA 02138	Same
James F. Dwinell, III	13 Lincoln Road Wayland, MA 01778	Same
G. David Forney, Jr.	6 Cooledge Hill Road Cambridge, MA 02138	Same
Stanley C. Foter, M.D.	43 High Rock Road Wayland, MA 01778	Same
Dwight G. Geha, M.D.	28 Birch Street Needham, MA 02194	Same
Peter K. Guinness	216 West Ridgewood Avenue Ridgewood, NJ 07450	Same
James C. Hawkins	8 Indian Spring Road Ashland, MA 02178	Same
William M. Hogan, Jr.	108 Long Avenue Belmont, MA 02178	Same
Michael D. Holmes	16 Pleasant Street Dover, MA 02030	Same
Mary Ann Jarvis	3 Fairmount Street Winchester, MA 01890	Same

Francis P. Lynch	195 Marlboro Road Sudbury, MA 01776	Same
Prof. F. Warren McFarlan	37 Beatrice Circle Belmont, MA 02178	Same
Karen McFarlan	37 Beatrice Circle Belmont, MA 02178	Same
Harry T. O'Hare, Jr.	240 Ruledge Road Belmont, MA 02178	Same
Thomas P. O'Neill, III	1 Exeter Street Boston, MA 02116	Same
James Roosevelt, Jr.	14 Meadow Way Cambridge, MA 02138	Same
G. Bickley Stevens, II	42 Fresh Pond Place Cambridge, MA 02138	Same
Karen Swaim	16R Bowdoin Street Cambridge, MA 02138	Same
Elliott Thrasher, M.D.	3 Hancock Avenue Lexington, MA 02173	Same
Albert O. Wilson, Jr.	24 Bennington Road Lexington, MA 02173	Same

1.56967

(D) The date initially fixed in the by-laws for the annual meeting of members or stockholders of the ~~respective~~ surviving corporation is

Fourth Thursday in January

The undersigned officers of the several constituent corporations listed above further state under the penalties of perjury as to their respective corporations that the agreement of ~~consolidation~~ merger\* which is set forth under paragraph 1 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 and in compliance with all pertinent requirements of the articles of organization of such corporations at meetings of members/stockholders/ directors held on the following dates:

Names of Corporations	Dates of Members/Stockholders/Directors meeting
Mount Auburn Hospital	October 14, 1993
Belmont-Watertown Visiting Nurse Association, Inc.	October 14, 1993

Francis P. Lynch President\* ~~Vice President~~ ~~Clerk~~  
Mary Ann Jarvis Clerk\* ~~Assistant Clerk~~  
of Mount Auburn Hospital  
*name of constituent corporation*

Katharine L. Heigham President\* ~~Vice President~~ ~~Clerk~~  
Timothy A. Neale Clerk\* ~~Assistant Clerk~~  
of Belmont-Watertown Visiting Nurse Association, Inc.  
*name of constituent corporation*

to be executed on behalf of each constituent corporation

\*Delete the inapplicable word.



2861

445782

The Commonwealth of Massachusetts

ARTICLES OF CONSOLIDATION/MERGER

General Laws, Chapter 180, Section 10  
(Domestic with Domestic Corporations)

SECRETARY OF STATE  
RECEIVED  
1993 NOV -5 PM 3:19  
CORPORATION DIVISION

I hereby approve the within articles of consolidation/merger and, the filing  
in the amount of \$ 35- having been paid, said articles are deemed  
to have been filed with me this 5TH day of NOVEMBER, 19 93

*Michael Joseph Connolly*

MICHAEL JOSEPH CONNOLLY  
Secretary of State

TO BE FILLED IN BY CORPORATION  
Photocopy of Articles of Merger To Be Sent

TO: James P. Hawkins, Esq.  
Choate, Hall & Stewart  
Exchange Place, 53 State Street  
Boston, MA 02109  
Telephone (617) 227-5020

Copy Mailed

044  
18  
07-10-87

The Commonwealth of Massachusetts

MICHAEL J. CONNOLLY

FEDERAL IDENTIFICATION

Secretary of State

NO. 04-2103606

ONE ASHBURTON PLACE, BOSTON, MASS. 02108

ARTICLES OF AMENDMENT

000N 4292

General Laws, Chapter 180, Section 7

This certificate must be submitted to the Secretary of the Commonwealth within sixty days after the date of the vote of members or stockholders adopting the amendment. The fee for filing this certificate is \$10.00 as prescribed by General Laws, Chapter 180, Section 11C(b). Make check payable to the Commonwealth of Massachusetts.

We, Francis P. Lynch  
Katharine L. Heigham

, President/Vice President  
, Clerk of

Mount Auburn Hospital

(Name of Corporation)

located at 330 Mt. Auburn Street

do hereby certify that the following amendment to the articles of organization of the corporation was duly adopted  
by consent of the sole member  
on June 12, 1987

To add to the powers of the corporation  
by adding thereto the attached Rider A.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x 11 sheets of paper leaving a left hand margin of at least 1 inch for binding. Additions to more than one article may be continued on a single sheet so long as each article requiring each such addition is clearly indicated.

ORG: 02-13-1871

RB

Examined

N/A

Name Approved

c

4  
P.C.

Articles of Amendment

Mount Auburn Hospital

RIDER A

"(w) No officer or trustee shall be personally liable to the corporation or to its member for monetary damages for breach of fiduciary duty by such officer or trustee notwithstanding any provision of law imposing such liability; provided, however, that an officer or trustee shall be liable to the extent provided by applicable law (1) for any breach of the officer's or trustee's duty of loyalty to the corporation or its member, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (iii) for any transaction from which the officer or trustee derived an improper personal benefit. This provision shall not eliminate or limit the liability of an officer or trustee for any act or omission occurring prior to the date upon which this amendment becomes effective."

The foregoing amendment will become effective when these articles of amendment are filed in accordance with Chapter 180, Section 7 of the General Laws unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than thirty days after such filing, in which event the amendment will become effective on such later date.

IN WITNESS WHEREOF AND UNDER THE PENALTIES OF PERJURY, we have hereto signed our names this  
29<sup>th</sup> day of June, in the year 19 87

*Francis P. Lynch*  
.....

Francis P. Lynch

President/ ~~1030126868~~

*Katharine L. Heigham*  
.....

Katharine L. Heigham

Clerk/ ~~1030126868~~

15139

73582

SECRETARY OF THE  
COMMONWEALTH OF MASSACHUSETTS  
1987 JUL 10 PM 2:56  
CORPORATION DIVISION

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT

(General Laws, Chapter 180, Section 7)

I hereby approve the within articles of amendment  
and, the filing fee in the amount of \$ 10.00  
having been paid, said articles are deemed to have been  
filed with me this 10th  
day of July, 1987

*Michael J. Connolly*  
MICHAEL J. CONNOLLY  
Secretary of State

TO BE FILLED IN BY CORPORATION  
PHOTO COPY OF AMENDMENT TO BE SENT

TO:  
Daniel Needham, Jr., Esq.  
Sherburne, Powers & Needham  
One Beacon Street, Boston, MA 02108  
Telephone 617-523-2700

Copy Mailed



The purposes for which the corporation is formed are as follows:

The establishment, operation and maintenance (i) of a hospital in the City of Cambridge, Massachusetts, for the surgical and medical treatment and care of sick and disabled persons and (ii) of medical centers, health care centers, laboratories, clinics and other medical, surgical, dental, educational, scientific and research facilities in Cambridge and in other cities and towns, the advancement of the knowledge and practice of, and education and research in, medicine, surgery, nursing and all other subjects relating to the care, treatment and handling of humans; and the improvement of public health in cooperation with federal, state, municipal and other health departments and officers.

The receipt in trust or otherwise and from whatever source, and the administration of, gifts, legacies and devices, grants and grants-in-aid, whether unrestricted or for specific purposes; the cooperation with, contribution to and support of other organizations in promoting the purposes of this corporation; and the doing of all things incidental to the foregoing.

The corporation shall have the following powers in furtherance of its corporate purposes:

(a) The corporation shall have perpetual succession in its corporate name.

(b) The corporation may sue and be sued.

(c) The corporation may have a corporate seal which it may alter at pleasure.

(d) The corporation may elect or appoint directors, officers, employees and other agents, fix their compensation and define their duties and obligations.

(e) The corporation may purchase, receive or take by grant, gift, devise, bequest or otherwise, lease, or otherwise acquire, own, hold, improve, employ, use and otherwise deal in and with, real or personal property, or any interest therein, wherever situated, in an unlimited amount.

(f) The corporation may solicit and receive contributions from any and all sources and may receive and hold, in trust or otherwise, funds received by gift or bequest.

(g) The corporation may sell, convey, lease, exchange, transfer or otherwise dispose of, or mortgage, pledge, encumber or create a security interest in, all or any of its property, or any interest therein, wherever situated.

(h) The corporation may purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, employ, sell, lend, lease, exchange, transfer, or otherwise dispose of, mortgage, pledge, use and otherwise deal in and with, bonds and other obligations, shares, or other securities or interests issued by others, whether engaged in similar or different business, governmental, or other activities.

(i) The corporation may make contracts, give guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage, pledge or encumbrance of, or security interest in, all or any of its property or any interest therein, wherever situated.



(j) The corporation may lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(k) The corporation may do business, carry on its operations, and have offices and exercise the powers granted by Massachusetts General Laws, Chapter 180, in any jurisdiction within or without the United States, although the corporation shall not be operated for the primary purpose of carrying on for profit a trade or business unrelated to its tax exempt purposes.

(l) The corporation may pay pensions, establish and carry out pension, savings, thrift and other retirement and benefit plans, trusts and provisions for any or all of its directors, officers and employees.

(m) The corporation may make donations in such amounts as the members or directors shall determine, irrespective of corporate benefit, for the public welfare or for community fund, hospital, charitable, religious, educational, scientific, civic or similar purposes, and in time of war or other national emergency in aid thereof; provided that, as long as the corporation is entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code, it shall make no contribution for other than religious, charitable, scientific, testing for public safety, literary, or educational purposes or for the prevention of cruelty to children or animals.

(n) The corporation may be an incorporator of other corporations of any type or kind.

(o) The corporation may be a partner in any business enterprise which it would have power to conduct by itself.

(p) 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 members.

(q) Meetings of the members may be held anywhere in the United States.

(r) No part of the assets of the corporation and no part of any net earnings of the corporation shall be divided among or inure to the benefit of any officer or director of the corporation or any private individual or be appropriated for any purposes other than the purposes of the corporation

as herein set forth; and no substantial part of the activities of the corporation shall be the carrying on of propoganda, or otherwise attempting, to influence legislation except to the extent that the corporation makes expenditures for purposes of influencing legislation in conformity with the requirements of Section 501(h) of the Internal Revenue Code; and the corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office. It is intended that the corporation shall be entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code and shall not be a private foundation under Section 509(a) of the Internal Revenue Code.

(s) Upon the liquidation or dissolution of the corporation, after payment of all of the liabilities of the corporation or due provision therefor, all of the assets of the corporation shall be disposed of to The Mount Auburn Foundation, Inc., a Massachusetts corporation, so long as it is then exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or if it is not then so exempt, to one or more organizations exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

(t) In the event that the corporation is a private foundation as that term is defined in Section 509 of the Internal Revenue Code, then notwithstanding any other provisions of the articles of organization or the by-laws of the corporation, the following provisions shall apply:

The directors shall distribute the income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code.

The directors shall not engage in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code; nor retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; nor make any investments in such manner as to incur tax liability under Section 4944 of the Internal Revenue Code; nor make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

(u) The corporation shall have and may exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is formed; provided, however, that no such power shall be exercised in a manner inconsistent with Massachusetts General Laws, Chapter 180 or

any other chapter of the General Laws of The Commonwealth of Massachusetts; and provided, further, that the corporation shall not engage in any activity or exercise any power which would deprive it of any exemption from federal income tax which the corporation may receive under Section 501(c)(3) of the Internal Revenue Code.

(v) All references herein: (i) to the Internal Revenue Code shall be deemed to refer to the Internal Revenue Code of 1954, as now in force or hereafter amended; (ii) to the General Laws of The Commonwealth of Massachusetts, or any chapter thereof, shall be deemed to refer to said General Laws or chapter as now in force or hereafter amended; and (iii) to particular sections of the Internal Revenue Code or the General Laws of The Commonwealth of Massachusetts shall be deemed to refer to similar or successor provisions hereafter adopted.

Section 1 of said Act of Incorporation is further amended to restate the corporation's powers as follows:

See pages 4a through 4d attached hereto

The foregoing amendment will become effective when these articles of amendment are filed in accordance with Chapter 180, Section 7 of the General Laws unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than thirty days after such filing, in which event the amendment will become effective on such later date.

IN WITNESS WHEREOF AND UNDER THE PENALTIES OF PERJURY, we have hereto signed our names this  
15<sup>th</sup> day of November, in the year 19 85.

*Francis P. Lynch*

Francis P. Lynch

President/Vice President

*Priscilla K. Olive*

Priscilla K. Olive

Clerk/Assistant Clerk

13399

315

SECRETARY OF THE  
COMMONWEALTH

1905 NOV 15 PM 3:51

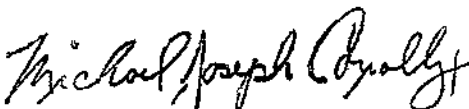
CORPORATION DIVISION

**THE COMMONWEALTH OF MASSACHUSETTS**

**ARTICLES OF AMENDMENT**

(General Laws, Chapter 180, Section 7)

I hereby approve the within articles of amendment  
and, the filing fee in the amount of \$ *10.00*  
having been paid, said articles are deemed to have been  
filed with me this  
day of *November* *22nd*, 19*05*.



**MICHAEL JOSEPH CONNOLLY**

*Secretary of State*

**TO BE FILLED IN BY CORPORATION**

**PHOTO COPY OF AMENDMENT TO BE SENT**

TO:  
Susan F. Schipper, Esquire  
Sherburne, Powers & Needham  
One Beacon Street  
Boston, MA 02108  
Telephone 523-2700

Copy Mailed

JAN 03 1905

The Commonwealth of Massachusetts

PAUL GUZZI

Secretary of the Commonwealth

STATE HOUSE, BOSTON, MASS. 02133

ARTICLES OF AMENDMENT

General Laws, Chapter 180, Section 7

This certificate must be submitted to the Secretary of the Commonwealth within sixty days after the date of the vote of members or stockholders adopting the amendment. The fee for filing this certificate is \$5.00 as prescribed by General Laws, Chapter 180, Section 11C(b). Make check payable to the Commonwealth of Massachusetts.

We, Casimir Dekker, Jr. President ~~of the Corporation~~; and  
Priscilla W. Olive, Secretary ~~Assistant Secretary of~~

Mount Auburn Hospital

(Name of Corporation)

located at 330 Mount Auburn Street, Cambridge, Massachusetts

do hereby certify that the following amendment to the articles of organization of the corporation was duly adopted at a meeting held on April 23, 1975, by vote of 123 members ~~of the Corporation~~; being at least two thirds of its members legally qualified to vote in meetings of the corporation (or, in the case of a corporation having capital stock, by the holders of at least two thirds of the capital stock having the right to vote thereon): There is hereby added at the end of Section 1 of the Act of Incorporation of Cambridge Hospital (now Mount Auburn Hospital) as previously amended by vote of the Corporation on January 27, 1972, the following:

"The bylaws of the Corporation may provide that the power to make, amend or repeal said bylaws shall be in the Board of Trustees in the manner and to the extent permitted by law."

NOTE: Amendments for which the space provided above is not sufficient should be set out on continuation sheets to be numbered 2A, 2B, etc. Continuation sheets shall be on 8 1/2" wide x 11" high paper and must have a left-hand margin 1 inch wide for binding. Only one side should be used.

The foregoing amendment will become effective when these articles of amendment are filed in accordance with Chapter 180, Section 7 of the General Laws unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than thirty days after such filing, in which event the amendment will become effective on such later date.

IN WITNESS WHEREOF AND UNDER THE PENALTIES OF PERJURY, we have hereto signed our names this  
twenty-third day of April, in the year 1975

*Essim de Rham, Jr.*

President/Vice-President

*Priscilla K. Olive*

Secretary

Check/Asst. Sec.

RECEIVED

APR 25 1975

CLERK DIVISION  
SECRETARY'S OFFICE

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT

(General Laws, Chapter 180, Section 7)

I hereby approve the within articles of amendment  
and, the filing fee in the amount of \$ 10.00  
having been paid, said articles are deemed to have been  
filed with me this 23 16th  
day of May 1975.

*Paul Guzzi*

A TRUE COPY ATTEST  
*Michael Joseph Connolly*  
MICHAEL JOSEPH CONNOLLY  
SECRETARY OF STATE  
DATE 11-4-74 CLERK WLL

PAUL GUZZI  
Secretary of the Commonwealth  
State House, Boston, Mass.

TO BE FILLED IN BY CORPORATION  
PHOTO COPY OF AMENDMENT TO BE SENT

TO:  
Gardner Cushman, Esq.  
Gaston Snow & Ely Bartlett  
82 Devonshire St., Boston, MA 02109

Copy Mailed MAY 21 1975





The foregoing amendment will become effective when these articles of amendment are filed in accordance with Chapter 180, Section 7 of the General Laws unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than thirty days after such filing, in which event the amendment will become effective on such later date.

IN WITNESS WHEREOF AND UNDER THE PENALTIES OF PERJURY, we have hereto signed our names this  
19th day of March, in the year 19 71

*Casimiro de Rham, Jr.*

President

*Harold M. ...*

Secretary

Starke ... Clerk

RECEIVED

3506

MAR 24 1972

COMMISSION DIVISION  
SECRETARY'S OFFICE

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT

(General Laws, Chapter 180, Section 7)

I hereby approve the within articles of amendment  
and, the filing fee in the amount of \$ 5.00  
having been paid, said articles are deemed to have been  
filed with me this  
day of

10-6-6  
Buddy  
1972

*John F. Davoren*

JOHN F. DAVOREN  
Secretary of the Commonwealth  
State House, Boston, Mass.

A TRUE COPY ATTEST

*Michael Joseph Connolly*

MICHAEL JOSEPH CONNOLLY  
SECRETARY OF STATE

DATE 10-6-6 BY CLERK W. W.

TO BE FILLED IN BY CORPORATION

PHOTO COPY OF AMENDMENT TO BE SENT

TO: Daniel Needham, Jr., Esquire  
Sherburne, Powers & Needham

225 Franklin Street

Boston, Massachusetts 02110

Copy Mailed

JUL 11 1972

DEPARTMENT OF CORPORATIONS AND TAXATION

Respectfully represents the company hereby:

of Cambridge

Messachusetts, a corporation organized

for a purpose specified in section 2 of Chapter 180 of the General Laws as amended:

First - that said corporate letters & change in its name, and is unable to comply with the provisions of section 10 of Chapter 155 of the General Laws as amended for the reason that there are such deficiencies in the forwarding of petitions and in the delivery of packages by reason of the existence of the hospital located at Essex Square in Cambridge, known as the Cambridge City Hospital, which is maintained by the City of Cambridge. (The form provided under Section 10, Chapter 155 was not used because, out of a corporation numbering 50, only 29 were present, 1. A., not 2/3rds, and we were unable to secure 2/3rds by telephoning.)

Second - that a list of the officers and stockholders or members of the corporation, so far as they are known, with their addresses is herby appended.

Third - that said corporation desires that its name be changed to Mount Auburn Hospital

Fourth - that at a meeting of said corporation held on the 31st day of March 1937,

it was voted by the stockholders or members to petition the Commissioner of Corporations and Taxation for a change of name.

Fifth - that so far as it is known the change of name petitioned for is approved by the stockholders or members of the corporation.

Wherefore, the Cambridge Hospital

petitioners that its name be changed to Mount Auburn Hospital

under authority of the provisions of Section 11, Chapter 180 of the General Laws, as amended.

In witness whereof, we have hereunto signed our names under the penalties of perjury this 1st day of April 1937

Robert M. L. M. President

Mount Auburn

Cambridge, Mass.

Attest: \_\_\_\_\_

David F. Edwards, 67 Mottosworth Street, Boston  
Dr. Albert G. Engelmann, 110 Mount Auburn Street, Cambridge  
Ruth S. Ferguson, 42 Tyler Road, Belmont  
Francis J. Frothingham, 4 Gray Gardens West, Cambridge  
Robert F. Gonnatt, 8 Gloucester Street, Boston  
Honorable Francis J. Good, 195 Brattle Street, Cambridge  
Harling U. Grimes, Cambridge Electric Light Co., 16 Flankstone Street, Cambridge  
James S. Greene, 30 State Street, Boston  
Alvan B. Hathaway, Cambridge Trust Company, Cambridge  
David H. Howe, 10 Post Office Square, Boston  
Mrs. Edna Malcolm Harbut, 90 Brattle Street, Cambridge  
Edward Ingraham, 7 Lowell Street, Cambridge  
Reginald H. Johnson, 8 Rollick Street, Cambridge  
Frederick M. Lovejoy, 128 Sidney Street, Cambridge  
Mrs. George A. Mander, 25 Hingham Street, Cambridge  
Henry W. McLaughlin, 15 Kennedy Road, Cambridge  
John T. O. Nichols, 49 Federal Street, Boston  
Mrs. Mary W. Quinn, 9 Waterhouse Street, Cambridge  
Mrs. Charles Peabody, 983 Memorial Drive, Cambridge  
William H. Peck, 23 Francis Avenue, Cambridge  
Wright F. Robinson, Jr., 17 Congress Street, Boston  
E. Deborah Sampson, 49 Federal Street, Boston  
Felix F. Sharples, 17 Barter Street, Cambridge  
Miss Josephine K. Thurlow, 16 May Street, Cambridge  
Charles Tappan, 430 West 119th Street, New York  
Mr. John B. Tufts, Union Market National Bank, Waterbury  
William J. Underwood, 50 Common Street, Belmont  
Robert Walcott, 912 Harrison Hall, Boston  
Frederic A. Washburn, 190 Bay State Road, Boston  
Mrs. Everett A. Weston, 22 Faggenwiler Street, Cambridge  
Mrs. Sidney B. Whiting, 11 Quincy Road, Cambridge  
Mrs. J. William Whiting, 2 Whiting View, Cambridge  
Henry J. Winckley, 17 South End Parkway, Cambridge  
Henry A. Wood, 21 Milk Street, Boston  
William Harrison Wood, 24 Federal Street, Boston

(WRITE NOTHING BELOW)

Cambridge Hospital

*Fee for this*  
**CHANGE OF NAME**

(GENERAL LAWS, CHA. 180, SECT. 11)

Name changed to

Mount Auburn Hospital.

Filed in the office of the Secretary of the Commis-

sioners *April 4, 1947* 102

I hereby approve the within certificate, this

*7th day of March*

A.D. 1947

*August F. Long*  
Commissioner of Corporations and Taxation

Notice of Change of Name was ordered published in the Cambridge Chronicle-Buzz by letter of March 13, 1947.

DIVISION OF CORPORATIONS AND TAXATION  
A. F. LONG, Commissioner  
I hereby certify that the within certificate was filed in the office of the Secretary of the Commission on the 4th day of April, 1947, and that the same was approved by me on the 7th day of March, 1947.  
August F. Long  
Commissioner of Corporations and Taxation

Notice of Change of Name was published Mar. 20 & 27, 1947.

**CERTIFICATE RECEIVED**

MAR 13 1947

SECRETARY'S OFFICE  
DEPARTMENT OF CORPORATIONS AND TAXATION

RECEIVED

MAR - 7 1947

SECRETARY'S OFFICE

DEPARTMENT OF

MAR 7 1947

DEPARTMENT OF CORPORATIONS AND TAXATION

*Receipt to  
Robert Frank Hill  
210 Revere Street  
Boston*



*The Commonwealth of Massachusetts*  
*Office of the Secretary of State*  
*State House, Boston 02133*

MICHAEL J. CONNOLLY  
SECRETARY OF STATE

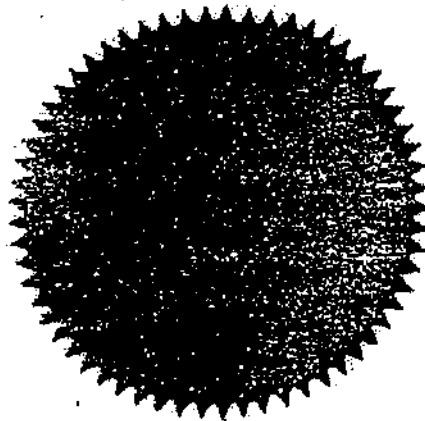
November 3, 1994

Acts of 1969, Chapter 524

A True Copy Witnessed Under the Great  
Seal of the Commonwealth of Massachusetts

*Michael Joseph Connolly*

Secretary of the Commonwealth



*James W. Igoe*  
James W. Igoe  
Deputy Secretary

# THE COMMONWEALTH OF MASSACHUSETTS

## In the Year One Thousand Nine Hundred and Sixty-nine

### AN ACT AUTHORIZING MOUNT AUBURN HOSPITAL TO HOLD ADDITIONAL REAL AND PERSONAL PROPERTY.

Enacted by the Senate and House of Representatives in General Court assembled, and by the authority of the same, as follows:

Mount Auburn Hospital, formerly the Cambridge hospital, incorporated by chapter seventeen of the acts of eighteen hundred and seventy-one, its name having been changed under the provisions of section eleven of chapter one hundred and eighty of the General Laws, is hereby authorized to hold, for the purpose of its incorporation, real and personal property to an amount not exceeding thirty million dollars.

House of Representatives, July 15, 1969

Passed to be enacted, *Thomas W. McKeever* Acting Speaker

In Senate, July 16, 1969

Passed to be enacted, *Maurice C. Donahue* President

July 16, 1969  
Approved.

*Francis W. Longley*  
Acting Governor.



THE COMMONWEALTH OF MASSACHUSETTS

Be it Known that whereas

Cambridge Hospital

Cambridge Hospital,

corporation organized under the laws of this Commonwealth, has complied with the provisions of section eleven of chapter one hundred and eighty of the General Laws, Tercentenary Edition, as amended, as appears from the petition, duly executed by the President and a Director of said corporation, authorizing said corporation to change its name and adopt the name of

Mount Auburn Hospital,

and said Officers of the corporation having given public notice of such change of name by publication two times in the Cambridge Chronicle-Sun, a newspaper published in the City of Cambridge, and County of Middlesex in said Commonwealth:

Now, Therefore, I, FREDERIC W. COOK, Secretary of The Commonwealth of Massachusetts, DO HEREBY CERTIFY, that the name which said corporation shall bear is

Mount Auburn Hospital,

which shall hereafter be its legal name.

Witness my official signature hereunto subscribed, and the Great Seal of The Commonwealth of Massachusetts hereunto affixed, this fourth day of April in the year of our Lord one thousand nine hundred and forty-seven.

(L. S.)

Frederic W. Cook  
Secretary of the Commonwealth.

By Paul D. Howard  
Deputy Secretary.

A TRUE COPY ATTEST  
*Michael Joseph Connolly*  
MICHAEL JOSEPH CONNOLLY  
SECRETARY OF STATE