

The Commonwealth of Massachusetts William Francis Galvin, Secretary of the Commonwealth

Date: 29 August 2012

Acts of 1810, Chapter 94

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

> William Francis Galvin Secretary of the Commonwealth



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that Asa Wilder, of Newburyport, in the county of Essex, be allowed to take the name of Asa Waldo Wilder; that Abijah Peirce Hoar, of Charlestown, son of Samuel Hoar, of Lincoln, in the county of Middlesex, be allowed to take the name of Abijah Hoar Peirce; that Peter Brigham, of Boston, in the county of Suffolk, be allowed to take the name of Peter Welles Brigham; that Peter Thacher, of Boston, in the county of Suffolk, Esq. be allowed to take the name of Peter Oxenbridge Thacher; -and each of the persons before named, shall be severally allowed to assume the said names respectively, and they shall in future be called and known by said names, and the said names shall hereafter be considered as their only proper names, to all intents and purposes.

> [This act passed February 26, 1811.] วง ของ โทยกรัฐสารร สำคัญสีการครัฐ ภูมะสุดิตษณ์ ยากุก

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An Act to incorporate certain persons, by the name of The Massachusetts General Hospital. and the control of th

SEC. 1. BE it enacted by the Senate and House of Representatives in General Court assembled, and by the authority of the same, That James Bowdoin, John Adams, Elbridge Gerry, Theophilus Parsons, William Gray, John Thornton Kirkland, Harrison Gray Otis, Christopher Persons in-Gore, William Eustis, William Phillips, John Quincy corporated Adams, Henry Dearborn, Levi Lincoln, Isaac Parker, Joseph B. Varnum, George Cabot, Perez Morton, Thomas Dawes, Thomas Hazard, jun. Thomas Cutts, Israel Thorndike, Matthew Bridge, Samuel Brown, James Perkins, David Tilden, John Lowell, Samuel Dana, Joseph Story, William King, Samuel Fowler, Marshall Spring, Thomas H. Perkins, Thomas C. Amory, Benjamin Bussey, Aaron Hill, William Heath, Thomas Kittredge, James Prince, Benjamin Green, Thomas Melville, Joseph Coolidge, Elias H. Derby, John C. Jones, Jonathan Davis, Jonathan Harris, James Mann, Timothy Childs, Daniel Kilham, Benjamin Crowninshield, Arnold-Welles, Jonathan Amory, Robert Hallowell, Andrew Cragie, John Warren, Richard Sullivan, and William Payne, together with such -

other persons, as may hereafter be admitted members of the corporation herein after created, according to the bylaws thereof, be, and they hereby are incorporated and made a body corporate and politick, by the name of The Massachusetts General Hospital, and by that name may sue and be sued, and shall have and use a common seal, to be by them devised, altered and renewed at their pleasure.

May hold . grants, &c.

SEC. 2. And be it further enacted, That the said Corporation may take and receive, hold, purchase and possess, of and from all persons disposed to aid the benevolent purposes of this institution, any grants and devises of lands and tenements, in fee simple, or otherwise, and any donations and bequests, and subscriptions of money, or other property, to be used and improved for the erection, support and maintenance of a General Hospital, for sick and insane persons. Provided, that the income of said Corporation, from its real and personal estate together, do at no time exceed the sum of thirty thousand dollars.

State lunaticks to be admitted.

Sec. 3. And be it further enacted. That it shall be in the power of the Legislature of this Commonwealth, or of any committee, or officer, duly appointed by them for that purpose, to introduce into the said hospital, all such lunatick and sick persons, as may hereafter be chargeable to this Commonwealth, and who would otherwise receive support and medical and other necessary aid and assistance, at the expense of the publick. Treasury, as soon as said hospital may be in readiness, and to have provided for them therein suitable apartments, bed clothing, board, and nurses, and the most skilful medical advice, free of all cost to the Commonwealth, and at the sole charge of the funds of the corporation. Provided, the whole number of patients so received into said hospital, at the request of the Legislature, or of officers appointed by them for that purpose, shall at no one time, exceed thirty, unless the trustees of said corporation shall consent to the admission of a further number of the state's poor.

Sec. 4. And be it further enacted, That in consideraation of the obligation aforesaid imposed upon said corporation in the foregoing section, the estate commonly called the Old Province House, with all the lands under and appurtenant to the same, be, and are hereby given and granted unto said corporation in fee simple, to be sold at the discretion of said corporation, and the proceeds thereof

Province House granted.

Proviso.

to be held and applied, as a foundation for a general hospital. Provided however, that before such sale shall be made, the said corporation shall give bond to the Treasurer of corporation this Commonwealth, with surety or sureties, to be approved to give bond to the Comof by His Excellency the Governor and Council, for the monwealth. time being, that the proceeds of said sale, with the interest thereon, shall be paid into the Treasury, for the use of the Commonwealth, within five years from the passing of this act, unless an additional sum of one hundred thousand dollars shall have been raised and provided by private subscriptions or donations, other than by grants from the Commonwealth for the purposes of this act.

Sec. 5. Be it further enacted, That the said General Hospital shall be under the direction and management of twelve Trustees, who shall be chosen annually, and shall Trustees to remain in office until others are chosen and qualified in be chosen their stead; four of which Trustees shall be chosen by the annually. Board of Visitors, and the remaining eight by the Corpo-

ration aforesaid. ာလ အျပန်မှာသို့မည်း 🚨 အချိန် 🕾 🙊 🕏 Sec. 6. And be it further enacted, That the said Corporation may at their first, or any subsequent meeting, choose all necessary and convenient officers, who shall have such powers and authorities as the said Corporation may be chosen. think proper to prescribe and grant to them, and who shall be elected in such manner, and for such periods of time, as the by-laws of said Corporation may provide. And said Corporation may further make and establish such by-laws By-laws may and regulations, for the internal government and economy be made. of the Hospital, as they may think proper, not repugnant to the Constitution and Laws of this Commonwealth.

Sec. 7. And be it further enacted, That the Governor, Lieutenant Governor, the President of the Senate, and Speaker of the House of Representatives, with the Chap. Board of lains of both Houses, for the time being, be, and hereby Visitors. are made and constituted a Board of Visitors of the said Hospital; with authority to visit the same semi-annually, and as much oftener as they may think proper, in order to Authority. inspect the establishment, and the actual condition of the sick, to examine the by-laws and regulations enacted by said Corporation, and if they see fit, to disallow and annul the same, and generally to see that the design of the institution be carried into effect, in a careful, tender and effectual manner; and especially to see that the State has

its full proportion of patients in the Hospital, as provided in the third section of this act, and that the said patients are suitably attended to, and comfortably maintained....

SEC: 8. And be it further enacted, by the authority afore: said, That in case of the separation of the District of Maine, and the erection of it into a separate State, pursuant to the provisions of the Constitution of the United States, the amount of the sale of the Province House shall be carried into the estimate, with the other publick property of the Commonwealth.

SEC. 9. And be it further enacted, That it shall be lawful for the said Corporation, at any general meeting of the members thereof, to alter or change the name of said Cor-Name of the poration, either by substituting the name of any distinguished benefactor, who may contribute a sum exceeding the amount given by the Commonwealth, or by adding the name of such benefactor, to the name given to said Corporation by this act, in case the sum so given by such benefactor, shall not exceed the sum given by this Common. And upon such change so as aforesaid made, the said Corporation shall have a right to assume and take such name, and shall have, hold and enjoy all the powers and privileges given by this act, notwithstanding such alteration and change.

SEC. 10. And be it further enacted, That James Bow. doin, Esq. be, and hereby is authorized to call the first meeting of said Corporation, by notification, and therein to appoint the time and place of said meeting : Provided, that no notification shall be deemed valid, unless it be published in all the newspapers printed in Boston, for six weeks in succession.

Sec. 11. Be it further enacted, That the Legislature Logislature shall have power to alter, amend, or repeal this act, whenmay after or ever they shall be of opinion that the publick good may require it; provided that no such alteration, amendment or repeal, shall be made in such manner as to revest in the Commonwealth, the grant herein made, or the proceeds thereof, after a private subscription for the purposes of this act shall have been actually commenced.

SEC. 12. Be it further enacted, That the said Hospital To be erect- may be erected in any place not included within the territorial limits of the town of Boston. Boston.

[This act passed February 25, 1811.]

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Corporation changed.

District of

First meeting to be called,



The Commonwealth of Massachusetts William Francis Galvin, Secretary of the Commonwealth

Date: 29 August 2012

Acts of 1813, Chapter 42

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



William Francis Galvin Secretary of the Commonwealth

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The Commonwealth of Massachusetts William Francis Galvin, Secretary of the Commonwealth

Date: 29 August 2012

Acts of 1864, Chapter 46

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

S. JOD. S/G

William Francis Galvin Secretary of the Commonwealth

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concerning the Massachuselle General Hetrical.

the Attenuation by the Breatte and Breas of Representations in General Court assembled, and The same with the same, or flower: Section ! The Governor with the advice and consent of the council, shall armually; as soon as may be after the first thedrisday in February uppoint four trusties of the Massachusells General Hospital, who shall hold their offices for one year, or until the appointment of their ouccessors; and in case of the occurring of any vacancy by death or resignation imong the trustees so appointed, the Severnor may, with he advice and consent of the councit fill such racancy Section 2. So much of the minety-fourth suple of the acts of the year eighteen hundred and len, and of he thirty-first chapter of the acts of the year eighteen hundred and nineteen, as authorize the appoint. ment of brustees of said bostilal by the Board of visities thereof we revely repealed. Section 8. This act snall not late effect unit it has been accepting ed by the thassachusells Soneral Heisfield, as a meeting of the corporation specially called for the jurpose.

> House of Representatives February 24 1864. Bassed to be enacted aly, M. Buloco Speaker In Senale. Thurary 25. 1864.

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The Commonwealth of Massachusetts William Francis Galvin, Secretary of the Commonwealth

Date: 29 August 2012

Acts of 1886, Chapter 131

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

William Francis Galvin

Secretary of the Commonwealth

In the your One Thousand Eight Hundred and Eight

AN ACT to amend the Charles of the Massachusetts General Hospital

Be it marted by the Sante and House of Propresentatives in General Court assembled, and by the authority of the same, as follows. The second sections of chapber ninety four of the acts of the year cighteen hundred and law is amunded by striking out the words " Provided that the income of said corporation from its real and personal estate together, do at notine exceed the sun of thirty thousanddollars."

> House of Representatives April 7 1886 Sassed to be evacled John Whoracter Speaker

In venula 14 Sassed to be enacted.

Spril 9 1886. Sporored.



The Commonwealth of Massachusetts William Francis Galvin, Secretary of the Commonwealth

Date: 29 August 2012

Acts of 1905, Chapter 330

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



William Francis Galvin Secretary of the Commonwealth

COMMONWEALTH OF MASSACHUSETTS

In the year One Thousand Nine Hundred and Five

AN ACT To Require the Keeping of Records by Bertain & barbitals.

Be it motive lighte Small and House of Profession & Abanitation of insurance and by the authorized the spiritual support insurance of the spiritual support insurance of the partial support insurance of the insurance of the passes and entire in books kept for passe. Section 2. Buch records shall be instructed in the custody of the person inschange the hospital, and shall be entired by a since in the courts of the formal the hospital, and shall be entired by a since in the courts of the formal wealth as to all matters there in contained. Soction 3. Section server a chapter thirty fire of the Konsed Laws shall not apply to such records, and they shall not be open to public inspection until they are produced in court by the person having the custody of the rame.

House of Representatives. April 2/ 1905. Passed tobe enacted. Sois A. Frothingham Speakers.

Passed to be enacted.

An Donate Panil, 24, 1905

Am, 0.25, Tars

Approved.

William L. Dougla



The Commonwealth of Massachusetts William Francis Galvin, Secretary of the Commonwealth

Date: 30 August 2012

Acts of 1970, Chapter 286

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

> William Francis Galvin Secretary of the Commonwealth



THE COMMONWEALTH OF MASSACHUSETTS

In the Year One Thousand Nine Hundred and Seventy

AN ACTAITHORIZING THE HOUSEHOLD MURSING ASSOCIATION TO CONSOLIDATE WITH THE MASSACHUSETTS GENERAL HOSPITAL.

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

SECTION 1. The Household Nursing Association, a charitable corporation incorporated under chapter one hundred and toenty-five of the Revised Laws, is hereby authorized, by acceptance of this act within one year after its effective date at a meeting of the members duly called for the purpose, to consolidate with The Massachusetts General Hospital, a charitable corporation organized and existing under chapter ninety-four of the acts of eighteen hundred and tex, and upon such consolidation The Massachusetts General Hospital shall in all nespects be a continuation of, shall have all the powers, privileges and exemptions of, and shall be subject to all duties, liabilities and restrictions provided by two in so far as they relate to both said corporations. Upon such acceptance, and upon acceptance of this act within one year after its effective date at a meeting of the members of The Massachusetts General Hospital duly called for the purpose, copies of the votes of acceptance vertified by the clerk or other officer of the respective corporations shall be filled in the registry of deeds for Suffolk county and with the state secretary, and the consolidation of The Household Nursing Association with The Nussachusetts General Hospital shall thereupon be complete.

SECTION 2. Upon consolidation, all property, real and personal, of The Household Mursing Association and all devises, bequests, conveyences and gifts heretofore and hereafter made to such corporation shall vest in The Massachusetts General Hospital and otherwise shall be held by it subject to the same terms, conditions, limitations and trusts as they are now held by The Household Mursing Association or would have been held but for this act, and the treasurers of such corporations are hereby respectively authorized to execute; acknowledge and deliver all papers and documents that may be deemed necessary or proper for the purpose of confirming in The Massachusetts General Hospital the record title of the property of The Household Mursing Association.

SECTION 3. Whatever right or authority is granted or conferred by this act is hereby declared to be limited to such authority or right as the general court may constitutionally grant or confer, mithout prejudice to any proceeding that may be instituted in any court of competent jurisdiction to effect the purposes of this act.

Passed to be exacted, Baul Murphy Acting Speaker.

In Senate, May 6, 1970.

Passed to be exacted, Marine a Donnline, President.

Hay 18, 1970.
Approved,

IDENTIFICATION
no. 04-1564655
Filing Fee: \$15,00

Examiner

The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth One Ashburton Place, Room 1717, Boston, Massachusetts 02108-1512

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

Name Approved

Peter L. Slavin, M.D.	
We,	, *President / *XXXxxXxxxidexxx
and John R. Higham	Secretary , *\CKYK**\X\X\X\X\Y\X\X\X\X\X\X\X\X\X\X\X\X\X\
ofThe Massachusetts General Hospital	,
(Exact name of corpor	ation)
located at55 Fruit Street, Boston, MA 02114	·,
(Address of corporation in M	(assachusetts)
do hereby certify that these Articles of Amendment affecting articles numbered:	
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to the charter of corporation, as set forth in Chapter 94 of the Acts of 18 amended (the "Charter"), were duly adopted at a meeting held on May 2 sole member, being at least two thirds of its members legally qualified to	27, 2014 by the consent vote of the
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*Delete the inapplicable words. **Check only one box that applies. Note: If the trace provided and or any article or item on this form is insufficient, additions shall be	est fouth an one side

C P M

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

1. Delete the existing Section 5 of the Charter and replace it with the following new Section 5:

"Section 5. Be it further enacted, That The Massachusetts General Hospital shall be under the direction and management of such number of Trustees, not to exceed eighteen (18), as shall be determined by the Member of the Corporation from time to time, all of whom shall be designated in the Bylaws of the Corporation as ex officio Trustees or elected by the Member of the Corporation for such terms of office as may be specified in said Bylaws, or until the election of their respective successors. In case of the occurrence of any vacancy in the Board of Trustees by death, resignation or removal, the Member of the Corporation may fill such vacancy in accordance with the Bylaws of the Corporation."

2. Delete the existing Section 7 of the Charter and replace it with the following new Section 7:

"Section 7. [Reserved]"

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:	ne 30, 2014	
SIGNED UNDER THI	E PENALTIES OF PERJURY, thisday ofJune	, 20 14
	Put T. Alumin	, *President /XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX
П	John Nig Li	Secretary ,*®Yerky/%ysystramo/@totkx
*Delete the inapplicable words.		

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT

(General Laws, Chapter 180, Section 7)

I hereby approve t	he within Artic	cles of Ar	mendment and, the filing fee in the
amount of \$		_ having	g been paid, said articles are deemed
to have been filed	with me this_		day of
20		\$10	
	1.00		
Effective date:	June 30, 2	2014	

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION Contact information:

John R. Higham	
Partners HealthCare System, Inc.	
50 Staniford Street, 10th Floor, Boston, MA 02	14
elephone: 617-726-7522	

A copy this filing will be available on-line at www.state.ma.us/sec/cor once the document is filed.



The Commonwealth of Massachusetts

William Francis Galvin, Secretary of the Commonwealth Corporations Division

October 2, 1995

TO WHOM IT MAY CONCERN:

I hereby certify that according to records in this office, The Massaschusetts General Hospital was chartered under the provisions of Chapter 94 of the Acts of 1810 on February 25, 1811.

I further certify that the following Acts relating to said corporation appear of record here, namely:-

Chapter 42 of the Acts of 1813 Chapter 158 of the Acts of 1813 Chapter 180 of the Acts of 1817 Chapter 31 of the Acts of 1819 Chapter 51 of the Acts of 1823 Chapter 109 of the Acts of 1835 Chapter 139 of the Acts of 1844 Chapter 175 of the Acts of 1844 Chapter 177 of the Acts of 1844 Chapter 240 of the Acts of 1845 Chapter 313 of the Acts of 1850 Chapter 140 of the Acts of 1851 Chapter 160 of the Acts of 1851 Chapter 163 of the Acts of 1851 Chapter 147 of the Acts of 1859 Chapter 46 of the Acts of 1864 Chapter 131 of the Acts of 1886

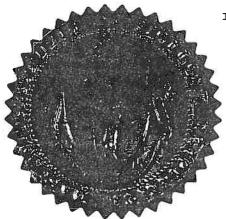
Chapter 330 of the Acts of 1905 Chapter 27 of the Acts of 1923 Chapter 507 of the Acts of 1947 Chapter 65 of the Acts of 1953 Chapter 310 of the Acts of 1954

I also certify that Articles of Consolidation were filed here by the provisions of Chapter 286, of the Acts of 1970 (Acceptance filed October 13, 1970).

THE MASSACHUSETTS GENERAL HOSPITAL PAGE TWO

I further certify that Articles of Amendment were filed here by the provisions of Chapter 94, of the Acts of 1810, Section 2 and Section 16, on March 29, 1977.

I also certify that no other Acts or Amendments to the Articles of Organization appear of record here and said corporation still has legal existence.



IN TESTIMONY of which, I have hereunto

affixed the Great Seal of the Commonwealth on the date first above written.

and the second

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

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 \$5000 ps prescribed by General Laws, Chapter 180, Section 11C(b). Make check payable to the Commonwealth of Massachusetts.

, President/Wise-President, and We, Edward L. Bigelow , Clerk/Assistant Clerk of Henry R. Guild, Jr. The Massachusetts General Hospital located at 32 Fruit Street, Boston, Massachusetts 02114 do hereby certify that the following amendment to the articles of organization of the corporation was duly adopted at .19 75 a meeting held on Friday, July 18shareholders, 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): voted that the Charter of The Massachusetts General Hospital shall be amended by adding to Section 2, a continuation of the first sentence as follows:

"which, among its functions may carry on educational activities and scientific research related to the care of such persons or to the promotion of health and the prevention of disease";

and by adding to the said Charter, a new Section 16, as follows:

"Section 16. And be it further enacted, that the Massachusetts General Hospital may, in the course of its educational activities, award the degrees of Bachelor of Science in Radiologic Technology, Bachelor of Science in Respiratory Therapy, Master of Science in Dietetics,

Master of Science in Nursing, Master of Science in Physical Therapy, and Master of Science in Speech Pathology."

NOTE: Amendments for which the space provided above is not sufficient should be set or in continuation sheets to be numbered 2A, 2B, etc. Continuation sheets shall the cont 81," was a 11" high poor and min. I will chand margin 1 inch wide for binding, Only one sale 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.

hereto signed our names this	PERJURY, we ha	R THE PENALTIES	WITNESS WHEREOF AND UNDI
, in the year 1975	July	day of	eighteenth
President/Vice-President	0	Bierlan	Educat b.
	\		Henry R. G
Clerk Assistant-Clerk	************************	TOTAL CHARLES THE THEORY OF A THE STORE CONTRACTOR	· married and the state of the

RECEIVED

JUL 23 1975

CORPORATION 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 29 CLL day of 1977.

-0 r 15.00

PAUL GUZZI

Secretary of the Commonwealth State House, Boston, Heis.

MICHAEL JOSEPH CONNOLLY
SEGRETARY OF STATE

75-27-SCIERX 3/5

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

TO:

Mr. Richard J. Olsen

Director of Educational Planning

Massachusetts General Hospital

Boston, Massachusetts 02114

Phone: 726-8000

Copy Mailest

John Service Sing Sing I

· 1942

The Commonwealth of Massachusetts

MICHAEL I. CONNOLLY

FEDERAL IDENTIFICATION

04-1564655

Secretary of State

NO _____

ONE ASHBURTON PLACE, BOSTON, MASS. 02108

000113460

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 figing this certificate is \$10:00 as prescribed by General Laws, Chapter 180, Section 11C(b). Make check payable to the Commonwealth of Massachusetts.

We, W. Nicholas Thorndike Ernest M. Haddad,

The Massachusetts General Hospital

therms of Corporation

Boston, Massachusetts

do hereby certify that the following amunicum conducted and conduction and about continuous confidences in the following amunicum conducted and continuous conducted and conducted and continuous conducted and conducted an

amendments to the charter of corporation, as set forth in Chapter 94 of the Acts of 1810, February 25, 1811, as heretofore amended (the "Charter"), were duly adopted at a meeting held on May 17, 1993, by vote of 188 members, being at least two thirds of its members legally qualified to vote an meetings of the corporation:

1) Delete all of Section 2 of the Charter following the introductory words "And be it further enacted," and insert in place thereof the following:

"That The Massachusetts General Hospital shall be organized and operated to provide a comprehensive health care system for all persons, including without limitation hospital and other health care services for sick and insane persons, and for the diagnosis, treatment and prevention of all forms of human illness; to conduct and support educational, research and other activities relating thereto; to strive generally to improve the public health and welfare; and, in furtherance of the foregoing purposes, to:

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 13 a sheets of paper leaving a lost hand margin of at least I 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.

Approved •

SITTE

P B

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- (a) Operate for the benefit of The General Hospital Corporation, The McLean Hospital Corporation. The Spanding Rehabilitation Hospital Corporation and other charitable corporations controlled by The Massachusetts General Hospital (collectively called the "MGH Affiliated Corporations");
- (b) Serve as the controlling and coordinating organization for the MGH Affiliated Corporations in order to assure the consistency and appropriateness of their respective missions, activities, governance and administration;
- (c) Solicit and receive devises of real property and grants, donations and bequests of money and other property to be used to further the foregoing purposes and those of the MGH Affiliated Corporations; and
- (d) Support the MGH Affiliated Corporations by loan, lease or donation of funds or other assets, by guaranty of obligations, or by other action."
- 2) In the first sentence of Section 5 of the Charter, strike the words "the said General Hospital" and insert in place thereof the words "The Massachusetts General Hospital."
- 3) AAdd a new Section 17 to the Charter to read as follows:
- "Section 17. The Massachusetts General Hospital shall have in furtherance of its corporate purposes all of the powers specified in Chapter 180 and in Section 9 (except those provided in paragraph (m)) and Section 9A of Chapter 156B of the Massachusetts General Laws, as now in force or as hereafter amended, and may carry on any operation or activity referred to in Section 2 of this Charter either individually or through any of the MGH Affiliated Corporations or other wholly or partly owned or controlled corporations, either alone or in a joint venture or other arrangement with others; provided, however, that no such power shall be exercised in a manner which is inconsistent with said Chapter 180 or any other Chapter of the Massachusetts General Laws or which would deprive it of any exemption from federal income tax as an organization described in Section 501(c)(3) of the Internal Revenue Code."
- Add a new Section 18 to the Charter to read as follows:

 "Section 18. No Trustee for The Massachusetts General Hospital shall be personally liable to it or its members for monetary damages for breach of fiduciary duty as such Trustee notwithstanding any provision of law imposing such liability, except to the extent that such exemption from liability is not permitted under Chapter 180 of the Massachusetts General Laws."

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 be—come effective on-such later date.

IN WITNESS WHEREOF AND UNDER THE PENALTIES OF PERJURY, we have hereto signed our names that

Queit MHallad

PHONE AND President Secretary

President

1.33 JULy-2 PH 1:53

PORATION CHASION

THE COMMONWEALTH OF MASSACHUSETTS

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

I hereby approve the within articles of amendme and, the filling fee in the amount of \$ 1.5 having been paid, said articles are deemed to have been a filled with me this

day of

Trickal Joseph Chilly

MICHAEL L CONNOLLY

TO BEVEILLED IN BY CORPORATION PHOTO COPY OF AMENDMENT TO BE SENT.

The Massa Church Olumal Hospital
Telephone 726 8620

044

The Commonwealth of Massachusetts

MICHAEL J. CONNOLLY

FEDERAL IDENTIFICATIO

Secretary of State

NO 04-1564655

ONE ASHBURTON PLACE, BOSTON, MASS, 02108

000 113460

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 \$10.00 as prescribed by General Laws, Chapter 180, Section 11C(b), Make check payable to the Commonwealth of Massachusetts.

We, W. Nicholas Thorndike Ernest M. Haddad.

, President/Vige Rossisson, and Secretary, Glerkinssissans Elenkof

The Massachusetts General Hospital

(Name of Corporation)

55 Frair STICET

Boston, Massachusetts olii4

do hereby certify that the following amendmenktoktheunticlessof organization of the corporation was duty adopted an a weeting held by

amendment to the charter of the corporation, as set forth in Chapter 94 of the Acts of 1810, February 25, 1811, as heretofore amended (the "Charter"), was duly adopted at a meeting held on March 2, 1994, by vote of 213 members, being at least two thirds of its members legally qualified to vote in meetings of the corporation:

Add the following sentence to the end of Section 17:

The bylaws of The Massachusetts General Hospital may provide that the Corporation have as the member or members of the Corporation, instead of persons admitted members as provided in Section 1 of this Charter, one or more organizations established pursuant to Chapter 180 of the Massachusetts General Laws; provided that the purposes of any such organization shall be similar and not contradictory to the purposes set forth in Section 2 of this Charter.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 814 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.

Name Approved

c 🗆

The foregoing amendment will become effective when these articles of amendment a	re 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 filling, in which ever come effective on such later date.	nt the amendment will be-
IN WITNESS WHEREOF AND UNDER THE PENALTIES OF PERJURY, we have her	eto signed our names this
·14th day of March	, in the year 19 94
1) die 12/c	President/WNEEPXHAMEN
Brues M Herdaa	Clerk/hanstanochick
- The state of the	Secretary

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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 having been paid, said articles are deemed to have been filed with me this 2/57 day of MARCH ,19 94

Michael Joseph Chally

MICHAEL J. CONNOLLY

Secretary of State

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

TO:		
	Ernest M. Haddad	
	General Çounsel	
	Massachusetts General Hospital	TRH-3
Tele	Boston, MA 02114 ephone	0

Copy Mailed

FEDERAL IDENTIFICATION
NO. 64-1514655
Fee: \$15.00

	Fee: \$15.00

100	The Commonwealth of Massachusetts					
axaminer	William Eropaia Calvin					
	Secretary of the Commonwealth					
	One Ashburton Place, Boston, Massachusetts 02108-1512					
	ARTICLES OF AMENDMENT					
	(General Laws, Chapter 180, Section 7)					
Name	¬					
Approved	to \Box					
	We,					
	and					
	ofThe Massachusetts General Hospital					
	(Exact name of corporation)					
	located at 32 Fruit Street, Boston, MA 02114					
	(Address of corporation in Massachusetts)					
	do hereby certify that these Articles of Amendment affecting XXXXX numbered:					
	2 and 5					
	XHHHKK HHRAHKKHXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX					
	OKANAN KATATATATATATATATATATATATATATATATATATAT					

	THE REAL TO STANKE AND A STANKE					
	to the charter of corporation, as set forth in Chapter 94 of the Acts of 1810, February 25, 1811, as					
	heretofore amended (the "Charter"), were duly adopted at a meeting held on September 21, 1999, by the					
	consent vote of the sole member, being at least two thirds of its members legally qualified to vote in meetings of the corporation:					
C \square	1. Delete the existing Section 2 of the Charter and insert the following new section 2:					
M []	"Section 2. The purpose of the corporation is to engage in the following activities:					
	(i) To provide, directly or through hospital, physician, charitable, scientific, educational, research and other institutions and entities that are controlled directly, through sole corporate membership, stock ownership or otherwise, by the Corporation (collectively, the "Subsidiary Organizations"), hospital, physician and other health care services for all persons and education and research for the prevention, diagnosis, treatment and cure of all forms of human illness; (ii) to improve the health and welfare of all persons; (iii) to operate the Corporation and the Subsidiary Organizations as an integral part of the					

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

comprehensive, integrated health care delivery system (the "Partners System") organized and operated by Partners HealthCare System, Inc., a Massachusetts charitable corporation ("Partners"), that includes hospital, physician, charitable, scientific, educational, research and other institutions and entities that are controlled, directly or indirectly, through sole corporate membership, stock ownership or otherwise, by Partners (collectively, the "Partners Affiliated Organizations"); (iv) to assist and support Partners and the Partners Affiliated Organizations in fulfilling their respective purposes, missions and objectives in a manner consistent with the purposes, missions and objectives of Partners and the Partners System; and (v) to carry on any other activity that may lawfully be carried on by a corporation formed under Chapter 180 of the Massachusetts General Laws which is exempt under Section 501(c)(3) of the Internal Revenue Code."

2. Delete the existing Section 5 of the Charter and insert the following new section 5:

"Section 5. The Massachusetts General Hospital shall be under the direction of a Board of Trustees, four of whom shall be appointed annually by the Governor of the Commonwealth as soon as may be after the first Wednesday in February, to hold office for one year, or until the appointment of their successors. The remaining Trustees shall be elected by the Member pursuant to the provisions of the Bylaws of the Corporation. In the case of any vacancy by death or resignation among the Trustees appointed by the Governor, the Governor may fill such vacancy. Except as provided in this Charter, all other provisions for the number, election, qualification, powers, duties, tenure and status of Trustees shall be set forth in the Bylaws of the Corporation."

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.

XXRX SWEXISWEX	
SIGNED UNDER THE PENALTIES OF PERJURY, this 4th day of October	. 19 99
- I home W	, *President /XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX
Crued My Haddad	Secretary XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX

^{*}Delete the inapplicable words.

THE COMMONWEALTH OF MASSACHUSETTS

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

I hereby approve the with	nin Articles of Amendment and, the filing fee in
the amount of \$	having been paid, said articles are deemed
to have been filed with n	nc this day of
19	
Effective date:	

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

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

	Alyssa M. Gair
	Partners HealthCare System, Inc.
Control of the Contro	50 Staniford St., 10th Floor
Telephone:	Boston, MA 02114
	617-726-9454