

Department of State.

CERTIFICATE OF QUALIFICATION OF FOREIGN CORPORATION

EDSON H. SEAL
I, ~~EDSON H. SEAL~~, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho, do hereby certify that

THE OPERATING ROOM NURSES FOUNDATION, INC.

a corporation duly organized and existing under the laws of Massachusetts has fully complied with Section 10 Article II of the Constitution, and with Sections 30-501 and 30-502, Idaho Code, by filing in this office on the Thirtieth day of January 19 67, a properly authenticated copy of its articles of incorporation, and on the Thirtieth day of January 19 67, a designation of T. B. Eberle or W. C. Roden in the County of Ada as statutory agent for said corporation within the State of Idaho, upon whom process issued by authority of, or under any law of this State, may be served.

AND I FURTHER CERTIFY That said corporation has complied with the laws of the State of Idaho, relating to corporations not created under the laws of the State, as contained in Chapter 5 of Title 30, Idaho Code, and is therefore duly and regularly qualified as a corporation in Idaho, having the same rights and privileges, and being subject to the same laws, as like domestic corporations.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this 30th day of January, A.D. 1967.

Secretary of State.



Kevin H. White
Secretary of the Commonwealth

The Commonwealth of Massachusetts

Office of the Secretary

State House, Boston 23

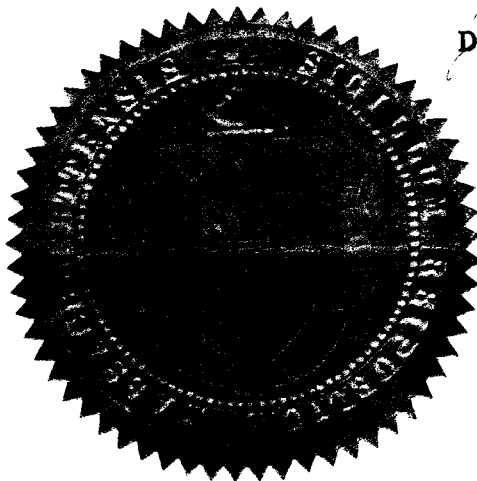
JUN 6 1966

A true copy Witnessed under the Great
Seal of the Commonwealth of Massachusetts.

Kevin H. White

Secretary of the Commonwealth

Joseph J. Finner
Deputy Secretary.



The Commonwealth of Massachusetts

KEVIN H. WHITE
Secretary of the Commonwealth
STATE HOUSE
BOSTON, MASS.

ARTICLES OF ORGANIZATION

We, **Arthur S. Taylor**, President, **Martin J. Keaveney**, Treasurer,
and _____, Clerk or Secretary, and

being a majority of the directors (or officers having the power of directors)

of **The Operating Room Nurses Foundation, Inc.** ✓

elected at its first meeting, in compliance with the requirements of General Laws, Chapter 180, Section 3, hereby certify that the following is a true copy of the agreement of association to form said corporation, with the names of the subscribers thereto:

We, whose names are hereto subscribed, do, by this agreement, associate ourselves with the intention of forming a corporation under the provisions of General Laws, Chapter 180.

The name by which the corporation shall be known is

The Operating Room Nurses Foundation, Inc. ✓

The location of the principal office of the corporation in Massachusetts is to be the Town or

City of **Boston** Street **10 Post Office Square, Room 1364**

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

Please see separate sheet attached

(If seven days' notice is waived, fill in the following waiver.)

We hereby waive all the requirements of the General Laws of Massachusetts for notice of the first meeting for organization, and appoint **10th** day of **May**, 19 **65**.

at **9:30** o'clock **A. M.**, at **10 Post Office Square, Boston, Mass. Room 1364**

as the time and place for holding such first meeting.

IN WITNESS WHEREOF we hereto sign our names, this **10th** day of **May**, 19 **65**.

(Type or plainly print the name and address of each incorporator in space below.)

	NAME	RESIDENCE
		Give Number and Street, City or Town
1.	Arthur S. Taylor P	15 Tally Ho Lane, Framingham, Mass.
2.	Martin J. Keaveney T	53 Sears Road, Wayland, Mass.
3.	Enrico H. DiChiappari	30 Wheeler Ave., Melrose, Mass.
4.	Louis J. Butler	39 Longwood Ave., Brockton, Mass.
5.	Maureen E. Duffy	127 Crescent St., Waltham, Mass.
6.	Mary F. Norton	149 Boston St., Dorchester, Mass.
7.	Frank X. Keohane	182 Oak Crest Drive, Framingham, Mass.

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And we further state that the first meeting of the subscribers to said agreement was held on
the 10th day of May in the year 19 65

Incorporator's Signatures:

1. Arthur S Taylor
2. Martin J. Keaveney
3. Enrico H. Di Chio
4. Laurie J. Butler
5. Maureen E. Duffy
6. Mary T. Norton
7. Frank X. Keohane

LEAVE THIS SPACE BLANK FOR BINDING

THE OPERATING ROOM NURSES FOUNDATION, INC.

Articles of Organization

Data Accompanying Articles of Organization of
The Operating Room Nurses Foundation, Inc.:

Page 1 - The Purposes for which the corporation is formed are as follows:

To advance and support public charity within the United States of America, and more particularly (but without limitation) to promote, support, and assist charitable purposes in the field of nursing in the operating room.

To promote and facilitate the acquisition and diffusion of knowledge and understanding of the science and practice of nursing in the operating room, and to this effect:

- (1) To sponsor lectures, seminars, and forums for this purpose;
- (2) To maintain a library for research and study generally and especially for that of the science and practice of nursing in the operating room;
- (3) To provide funds for educational advancement, and for research projects in the field of nursing in the operating room;
- (4) To foster the continued interest in the operating room nursing profession; and
- (5) To work for the promotion of the profession and the advancement of nursing in the operating room in cooperation with state and national nurses' associations, medical associations, hospitals, schools, and governmental agencies.

To cooperate lawfully with professional associations, hospitals, universities, industries, technical societies, research organizations and governmental agencies in matters affecting the foregoing purposes of the corporation.

The foregoing clauses shall each be construed as purposes, objects and powers, and the matters expressed in each clause shall be regarded as independent purposes, objects and powers. The enumeration of specific purposes, objects and powers shall not be construed to limit or restrict in any manner the meaning of the general terms or the general powers of the corporation.

To receive, hold, manage, and administer contributions, gifts, any property, real or personal, devises, and bequests, without limitation as to amount or value, which are not subject to any conditions or provisions in any way inconsistent with the general charitable, scientific, and educational purposes above set forth; to invest and reinvest any funds and property contributed, given, devised or bequeathed to it under circumstances expressly requiring or clearly indicating an intent of the contributor that the principal be preserved and invested and the income only be used for the corporate purposes above set forth or any of them; and to distribute its net income (after payment of or appropriate reserves for the reasonable expenses of the corporation), together with any funds received by it under circumstances not expressly requiring, and not clearly indicating an intent, that only the income thereof be currently used for the purposes enumerated above as the Board of Directors in their sole and uncontrolled discretion from time to time may select, PROVIDED, that no part of the net earnings or principal of the corporation shall ever inure to the benefit of or be distributed to any member or individual and that at no time and in no event shall the corporation directly or indirectly engage in, or select as a medium for the distribution or application of funds in pursuance of its charitable purposes any other organization a substantial part of the activities of which is, carrying on propaganda, or otherwise attempting, to influence legislation; nor shall the corporation participate in or intervene in (which term shall include the publishing or distributing of statements), or select as aforesaid any other organization which participates in or so intervenes in, any political campaign on behalf of any candidate for public office.

The name, residence, and post office address of each of the officers of the corporation is as follows:

NAME	CITY OR TOWN OF RESIDENCE Actual place of domicile must be given	POST OFFICE ADDRESS HOME OR BUSINESS
President	Arthur S. Taylor, Framingham, Mass.	15 Tally Ho Lane
Treasurer	Martin J. Keaveney, Wayland, Mass.	53 Sears Road
Clerk	} Martin J. Keaveney, as above	
Secretary		
Directors (or officers having the power of directors)		
	Arthur S. Taylor, as above	
	Martin J. Keaveney, as above	
	Enrico H. DiChiappari, Melrose, Mass.	30 Wheeler Ave.

LEAVE THIS SPACE BLANK FOR BINDING

We, being a majority of the directors of The Operating Room Nurses Foundation, Inc.
(Name of Corporation)

do hereby certify that the provisions of sections eight and nine of Chapter 156 relative to the calling and holding of the first meeting of the corporation, and the election of a temporary clerk, the adoption of by-laws and the election of officers have been complied with.

IN WITNESS WHEREOF AND UNDER THE PENALTIES OF PERJURY, we hereto sign our names,
this 10th day of May, 19 65.

(President, Treasurer, Clerk or Secretary, and majority of Directors or of Board, sign in space below.)

President	<u>Arthur S. Taylor</u>
Treasurer	<u>Martin J. Keaveney</u>
Clerk	<u>Martin J. Keaveney</u>
Director	<u>Arthur S. Taylor</u>
Director	<u>Martin J. Keaveney</u>
Director	<u>Enrico H. Di Chiappari</u>