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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: THE BRIGHAM AND WOMEN'S HOSPITAL, INC.
(Name of Corporation - must include suffix)

Dear Sir or Madam:

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

Please return all correspondence concerning this matter to the following:

Ramzi Hanania
(Name of Person)

Partners HealthCare System, Inc.
(Firm/Company)

P.O. Box 9658, Building 38
(Address)

Boston, MA 02114
(City/State and Zip Code)

For further information concerning this matter, please call:

Ramzi Hanania at (617) 724-9841
(Name of Person) (Area Code & Daytime Telephone Number)

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

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

Enclosed is a check for the following amount:

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

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

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

- 1. THE BRIGHAM AND WOMEN'S HOSPITAL, INC.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
- 2. Massachusetts (State or country under the law of which it is incorporated)
- 3. 04-2312909 (FEI number, if applicable)
- 4. 10/01/1980 (Date of Incorporation)
- 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")
- 6. 01/01/2003 (Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)
- 7. 75 FRANCIS STREET BOSTON MA 02115 (Principal office address)
c/o Partners Finance - Tax Manager, P.O. Box 9658, Boston, MA 02114 (Current mailing address)

8. Solicitation of contributions to further the organizations tax exempt mission of patient care, scientific research and teaching. (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324
(City) (Zip Code)

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10. Registered agent's acceptance:

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

Kristen Betzger
(Registered agent's signature)
KRISTEN BETZGER
ASSISTANT SECRETARY

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

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

A. DIRECTORS

Chairman: See Attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Roger Deshaies
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Roger J. Deshaies, Senior Vice President of Finance
(Typed or printed name and capacity of person signing application)

The Brigham and Women's Hospital, Inc.

FEIN: 04-2312909

Officer List

<u>Name</u>	<u>Title</u>	<u>Address</u>
Gary L. Gottlieb, M.D., M.B.A.	President	75 Francis Street, Boston, MA 02115
Matthew Van Vranken	Exec. VP & COO	75 Francis Street, Boston, MA 02115
Peter K. Markell	Treasurer	800 Boylston Street, Suite 1150, Boston, MA 02199
Joan C. Stoddard, Esq.	Clerk	50 Staniford Street, Suite 1000, Boston, MA 02114
Roger J. Deshaies	Deputy Treasurer	75 Francis Street, Boston, MA 02115

The Brigham and Women's Hospital, Inc.

FEIN: 04-2312909

Trustee List

<u>Name</u>	<u>Title</u>	<u>Address</u>
Robert L. Barbieri, M.D.	Trustee	75 Francis Street, Boston, MA 02115
George Behrakis	Trustee	75 Francis Street, Boston, MA 02115
Michael A. Bell	Trustee	75 Francis Street, Boston, MA 02115
Lawrence H. Cohn, M.D.	Trustee	75 Francis Street, Boston, MA 02115
David D'Alessandro	Trustee	75 Francis Street, Boston, MA 02115
Victor J. Dzau, M.D.	Trustee	75 Francis Street, Boston, MA 02115
Gretchen S. Fish	Trustee	75 Francis Street, Boston, MA 02115
Gary L. Gottlieb, M.D., M.B.A.	Trustee	75 Francis Street, Boston, MA 02115
Albert A. Holman, III	Trustee	75 Francis Street, Boston, MA 02115
Howard J. Kessler	Trustee	75 Francis Street, Boston, MA 02115
Wendell J. Knox	Trustee	75 Francis Street, Boston, MA 02115
Jay O. Light	Trustee	75 Francis Street, Boston, MA 02115
Beth Martignetti	Trustee	75 Francis Street, Boston, MA 02115
G. Marshall Moriarty, Esq.	Chairman	75 Francis Street, Boston, MA 02115
Terrence Murray	Trustee	75 Francis Street, Boston, MA 02115
Jacqueline A. O'Neill	Trustee	75 Francis Street, Boston, MA 02115
Jeffrey R. Otten	Trustee	75 Francis Street, Boston, MA 02115
Francene Sussner Rodgers	Trustee	75 Francis Street, Boston, MA 02115
Thomas F. Ryan, Jr.	Trustee	75 Francis Street, Boston, MA 02115
Gerald Schuster	Trustee	75 Francis Street, Boston, MA 02115
Micho F. Spring	Trustee	75 Francis Street, Boston, MA 02115
Neil W. Wallace	Trustee	75 Francis Street, Boston, MA 02115
Michael J. Zinner, M.D.	Trustee	75 Francis Street, Boston, MA 02115

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William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

December 19, 2002

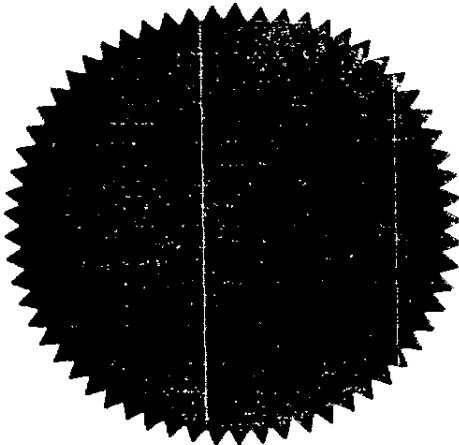
TO WHOM IT MAY CONCERN:

I hereby certify that according to the records in this office, Affiliated Hospitals Center, Inc. was incorporated under the General Laws of this Commonwealth on May 10, 1962 (Chapter 180).

I also certify that by Articles of Amendment filed here October 1, 1980, the name of said corporation was changed to The Brigham and Women's Hospital, Inc.

I further certify that so far as appears of record here, said corporation still has legal existence.

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TALLAHASSEE, FLORIDA



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin
Secretary of the Commonwealth

