



To all to whom these presents shall come, Greeting:

I, Chad Eure, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached ( Two (2) sheets) to be a true copy of

ARTICLES OF AMENDMENT  
OF

THE AMERICAN REGISTRY OF PHYSICIANS' ASSOCIATES, INC.

and the probates thereon, the original of which was filed in this office on the 31st day of August 1970, after having been found to conform to law.

In Witness Whereof, I have hereunto set my hand and affixed my official seal.

Done in Office, at Raleigh, this 31st day of August in the year of our Lord 1970



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A. J. GRESHAM  
REGISTER OF DEEDS  
DURHAM COUNTY, N. C.

*Chad Eure*  
Secretary of State  
By *Clay Smith*  
Deputy Secretary of State

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F. H. DEURE  
SECRETARY  
NORTH CAROLINA

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

OF THE AMERICAN REGISTRY OF PHYSICIANS' ASSOCIATES, INC.

The name of this corporation is The American Registry of Physicians' Associates, Inc.

157

2. Paragraph 4 of the original Articles of Incorporation of the corporation should be amended to read:

4. Membership in this corporation shall be of three classifications as follows:

- a) Active members: Active members of this corporation shall be representatives of educational institutions with training programs for physician dependent personnel, which programs satisfy the criteria to be set forth in the By-Laws and which are in active operation and have graduated students. Active members shall be entitled to attend meetings of the corporate membership and shall be entitled to vote.
- b) Associate members: Associate members of this corporation shall be representatives of educational institutions with training programs for physician dependent personnel, which programs satisfy the criteria to be set forth in the By-Laws and which are in active operation but have not graduated students. Associate members shall be entitled to attend meetings of the corporate membership and shall be entitled to vote.
- c) Provisional members: Provisional members of this corporation shall be representatives of educational institutions which have developed a plan for a training program for physician dependent personnel which satisfies the criteria to be set forth in the By-Laws and have designated a person to effectuate the plan, but which is not in active operation. Provisional members shall be entitled to attend meetings of the corporate membership but shall not be entitled to vote, except that such provisional members shall be entitled to vote during the first year of the operation of this corporation which shall be deemed to end on the second Friday of July, 1971.

3. The American Registry of Physicians' Associates, Inc., a corporation of North Carolina, doth hereby certify that on the 10th day of July, 1970, at the

first meeting of the members of this corporation, all members being present, the above-stated amendment to the Articles of Incorporation of this corporation was approved by unanimous vote of the members, such amendment having been referred to the members by a resolution unanimously adopted by the Board of Directors.

In witness whereof, said corporation has caused this certificate to be signed by its President on the 26<sup>th</sup> day of August, A.D. 1970, and by its Secretary on the 27<sup>th</sup> day of Aug, A.D. 1970.

The American Registry of Physicians'  
Associates, Inc.

By D. Robert Howard, M.D.  
President

Helene E. Powers M.D.  
Secretary

State of North Carolina  
County of Durham

Be it remembered that on this 26<sup>th</sup> day of August, A.D. 1970, before me, the subscriber, a Notary Public personally appeared D. Robert Howard, M.D. the President of the corporation mentioned in and which executed the foregoing Articles of Amendment, who, being by me duly sworn, on his oath did declare that he is such President, that he signed the foregoing Articles of Amendment, and that the statements therein are true.

In testimony whereof, I have hereunto set my hand, this 26 day of August, A.D. 1970.

June C. D. Dyer  
June 20, 1974



State of North Carolina  
County of Forsythe

Be it remembered that on this 27<sup>th</sup> day of August, A.D. 1970, before me the subscriber, a Notary Public personally appeared Helene E. Powers, the Secretary of the corporation mentioned in and which executed the foregoing Articles of Amendment, who, being by me duly sworn, on his oath did declare that he is such Secretary, that he signed the foregoing Articles of Amendment, and that the statements therein are true.

In testimony whereof, I have hereunto set my hand, this 27<sup>th</sup> day of August A.D. 1970.

Barbara H Volk  
20 October 1974

BARBARA G. VOLK, Notary Public  
for Forsyth County, North Carolina  
My Commission Expires October 20, 1974

Articles of Incorporation  
of  
The American Registry of Physicians' Associates, Inc.

We, the undersigned natural persons of the age of twenty-one years or more, acting as incorporators for the purpose of creating a non-profit corporation under the laws of the State of North Carolina, as contained in Chapter 55A of the General Statutes of North Carolina entitled "Non-Profit Corporation Act," and the several amendments thereto, do hereby set forth:

1. The name of the corporation is THE AMERICAN REGISTRY OF PHYSICIANS' ASSOCIATES, INC.
2. The period of duration of the corporation shall be perpetual.
3. The purposes for which the corporation is organized are:
  - (a) To encourage the training and to promote and regulate the activities of Physicians' Associates;
  - (b) To elevate the standards of Physicians' Associates by improving their training;
  - (c) To determine the competence of Physicians' Associates and to arrange, control and conduct investigations and examinations to test the qualifications of voluntary candidates for certificates to be issued by the corporation;
  - (d) To grant and issue certificates to Physicians' Associates who voluntarily apply therefor, and to maintain a Registry of holders of such certificates;
  - (e) To serve physicians by preparing and furnishing lists of Physicians' Associates who shall have been certified by the corporation;
  - (f) To do and perform all things necessary to the foregoing specified purposes, including the acquisition of property both real and personal by purchase or lease, the employment of personnel, contracting for courses of instruction, the establishment of schools and places of training, negotiations with agencies of the County, State and Federal Governments, and generally to perform all acts incidental to the successful legal operation of this organization.

Robinson O. Everett  
Wachovia Bank Building  
Durham, North Carolina

Martha D. Ballenger  
Department of Community Health Sciences  
Marshall Pickens Rehabilitation Center  
Duke University Medical Center  
Durham, North Carolina

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4. The corporation is to have one class of members, the qualifications and rights of which to be fully set forth in the By-laws.
5. The directors of the corporation shall be elected as set forth in the By-laws.
6. The address of the initial registered office of the corporation is:

Department of Community Health Sciences  
Marshall Pickens Rehabilitation Center  
Duke University Medical Center  
Durham, North Carolina 27706

The name of the initial registered agent of the corporation at the above address is:

D. Robert Howard, M.D.

7. The number of directors constituting the initial Board of Directors shall be three. The names and addresses of the initial directors are:

Robert Ewer, M.D.  
Assistant Professor of Medicine  
University of Texas  
Galveston, Texas

D. Robert Howard, M.D.  
Box 2914, Department of Community Health Sciences  
Marshall Pickens Rehabilitation Center  
Duke University Medical Center  
Durham, North Carolina

Leland Powers, M.D.  
Director, Division of Allied Health Manpower  
Bowman Gray School of Medicine  
Winston Salem, North Carolina

The names and addresses of all the incorporators are:

D. Robert Howard, M.D.  
Department of Community Health Sciences  
Marshall Pickens Rehabilitation Center  
Duke University Medical Center  
Durham, North Carolina

In Testimony whereof, we have hereunto set our hands, this 26 day of

May, A.D. 1970.

Robinson O. Everett

Marsha D. Ballenger

D. Robert Howard

State of North Carolina

County of Durham

This is to certify that on the 26 day of May, A.D. before me, a Notary Public, personally appeared

Robinson O. Everett

Marsha D. Ballenger

D. Robert Howard

who, I am satisfied, are the persons named in and who executed the foregoing Article of Incorporation, and I having first made known to them the contents thereof, they did each acknowledge that they signed and delivered the same as their voluntary act and deed for the uses and purposes therein expressed.

In Testimony whereof, I have hereunto set my hand, this 26 day of May, A.D. 1970.

Jane C. O'Brien  
Commission Expires 6-20-71