

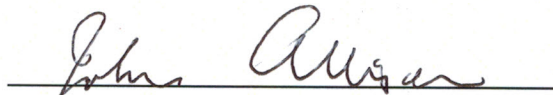
**CERTIFICATE OF AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

John Allison and Susan Warner certify that:

1. They are the President and the Secretary, respectively, of Mendocino Coast Hospital Foundation, a California nonprofit public benefit corporation.
2. The Articles of Incorporation of this corporation are hereby amended and restated as set forth in the attached Amended and Restated Articles of Incorporation, which are incorporated by this reference as if set forth in full in this Certificate.
3. The foregoing Amended and Restated Articles of Incorporation have been duly approved by this corporation's Board of Directors.
4. This corporation has no members.

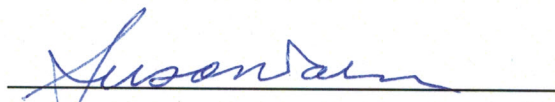
We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true of our own knowledge.

DATED: August 2, 2019



John Allison, President

DATED: 7/29/, 2019



Susan Warner, Secretary

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
MENDOCINO COAST HEALTHCARE FOUNDATION**

I

The name of this corporation is MENDOCINO COAST HEALTHCARE FOUNDATION.

II

A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes.

B. The specific and primary purposes for which this corporation is formed are charitable, and are to concern themselves with the support and improvement of the health of the Mendocino Coast community, working to ensure that people in the Mendocino Coast healthcare district have access to essential healthcare services, including but not limited to emergency and clinical services, preventative programs and health-related community education.

III

A. This Corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

B. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

C. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

IV

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon dissolution or

winding up of the corporation, its assets remaining after payment, or provisions for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.