

# State of California



## SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

**IN WITNESS WHEREOF**, I execute this certificate and affix the Great Seal of the State of California this day of



DEC 11 2001

Secretary of State

0573828

**ENDORSED - FILED**  
in the office of the Secretary of State  
of the State of California

DEC 05 2001

BILL JONES, Secretary of State

CERTIFICATE OF AMENDMENT OF  
ARTICLES OF INCORPORATION  
OF  
ADVENTIST HEALTH SYSTEM/WEST

Thomas J. Mostert and Robert G. Carmen certify:

1. That we are the Chairman of the Board and the Secretary, respectively, of Adventist Health System/West, a California nonprofit religious corporation.
2. That Article VI of the Articles of Incorporation of Adventist Health System/West shall be amended to read as hereinafter set forth:

VI

A. The property of this corporation is irrevocably dedicated to religious purposes, and no part of the net income or assets of this organization shall ever inure to the benefit of a director, officer or member of the corporation, or to the benefit of any private individual.

B. Upon winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to the Pacific Union Conference of Seventh-day Adventists and the North Pacific Union Conference of Seventh-day Adventists, nonprofit religious associations organized and operated exclusively for religious purposes that have established their tax-exempt status under Internal Revenue Code Section 501 (c)(3) or to one of them if the other is unable for any reason to be the recipient of said assets. In the event both Pacific Union Conference of Seventh-day Adventists and North Pacific Union Conference of Seventh-day Adventists are unable for any reason to be the recipient of said assets, remaining assets shall be distributed to the General Conference corporation of Seventh-day Adventists, a

corporation organized and operated under the laws of the district of Columbia exclusively for religious purposes that has established its tax-exempt status under internal Revenue code Section 501 (c)(3), or to any equally qualified successor organization. In the event that the General Conference organization or any qualified successor organization is unable for any reason to be the recipient of said assets, the remaining assets shall be distributed to a corporation selected by a court of competent jurisdiction over the distribution of said assets which is organized and operated exclusively for religious, charitable, scientific, and/or hospital purposes, which meets the requirements for exemption provided by section 214 of the Revenue and Taxation Code, which has established its tax exempt status under section 501 (c)(3) of the Internal Revenue Code, and which has purposes as similar as possible to the purposes of Adventist Health System/West.

3. That the foregoing amendments have been approved by the Board of Directors.

4. That the foregoing amendments were approved by the required vote of the members.

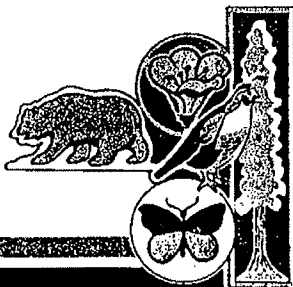
We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: 9/17/2001

  
Thomas J. Mostert, Chairman of the Board

  
Robert G. Carmen, Secretary





# State of California

OFFICE OF THE SECRETARY OF STATE

## CORPORATION DIVISION

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this

JAN 12 1989



*March Fong Eu*

Secretary of State

A363168

RECORDED

Index of State of California  
Department of State

DEC 12 1988

BARBARA FONG EU, Secretary of State

CERTIFICATE OF AMENDMENT OF  
ARTICLES OF INCORPORATION  
OF  
ADVENTIST HEALTH SYSTEM/WEST

Thomas J. Mostert and Donald R. Ammon certify:

1. That we are the Chairman of the Board and the Secretary, respectively, of Adventist Health System/West, a California nonprofit religious corporation.

2. That Articles II, V and VI of the Articles of Incorporation of Adventist Health System/West shall be amended to read as hereinafter set forth:

II

This corporation is a religious corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Religious Corporation Law exclusively for religious purposes. More specifically the purposes of this corporation are to promote the wholeness of humanity physically, mentally and

spiritually in a manner which is consistent with the philosophy, teachings and practices of the Seventh-day Adventist Church through the following activities:

A. To establish, manage and maintain acute care hospitals.

B. To establish, manage and maintain a Health Maintenance Organization (HMO) or similar organizations, utilizing health delivery systems designed and coordinated to maximize benefits to the communities served.

C. To create and manage live-in conditioning centers in resort-type environments featuring educational programs in preventive medicine designed to enhance lifestyle quality and prevent illness.

D. To promote and carry on scientific research related to the care of the sick and injured.

E. To participate, so far as circumstances may warrant, in any activity designed and carried on to promote the general health of the community.

#### V

The authorized number and qualification of members of the corporation and the rights and privileges of members shall be as set forth in the bylaws; provided, however, that all of the members shall be members in good standing of the Seventh-day Adventist Church.

#### VI

A. The property of this corporation is irrevocably dedicated to religious purposes, and no part of the net income or assets of this organization shall ever inure to the benefit of a director, officer or member of the corporation, or to the benefit of any private individual.

B. Upon winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to the Pacific Union Conference of Seventh-day Adventists and the North Pacific Union

Conference of Seventh-day Adventists, nonprofit religious associations organized and operated exclusively for religious purposes that have established their tax-exempt status under Internal Revenue Code Section 501(c)(3). In the event Pacific Union Conference of Seventh-day Adventists and North Pacific Union Conference of Seventh-day Adventists are unable for any reason to be the recipient of said assets, remaining assets shall be distributed to the General Conference Corporation of Seventh-day Adventists, a corporation organized and operated under the laws of the District of Columbia exclusively for religious purposes that has established its tax-exempt status under Internal Revenue Code Section 501(c)(3).

3. That the foregoing amendments have been approved by the Board of Directors.

4. That the foregoing amendments were approved by the required vote of the members.



Thomas J. Mostert, Chairman of the Board




Donald R. Ammon, Secretary

#### DECLARATION

Each of the undersigned declares under penalty of perjury that the statements contained in the foregoing Certificate of Amendment of Articles of Incorporation are true of his own knowledge and that this declaration was

executed on 29th November, 1988, at Roseville,  
California.



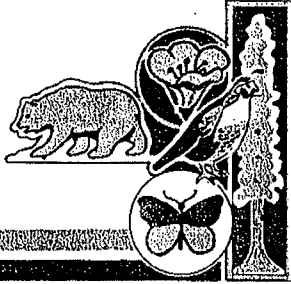
Thomas J. Mostert, Chairman of the Board



Donald R. Ammon, Secretary

AHSW65/12





# State of California

OFFICE OF THE SECRETARY OF STATE

## CORPORATION DIVISION

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this

OCT 28 1986



*March Fong Eu*

Secretary of State

ENDORSED  
FILED  
in the office of the Secretary of State  
of the State of California

CERTIFICATE OF AMENDMENT OF  
ARTICLES OF INCORPORATION OF  
ADVENTIST HEALTH SYSTEM-WEST

OCT 17 1986

MARCH FONG EU, Secretary of State

The undersigned hereby certify that:

1. They are the President and the Secretary, respectively, of Adventist Health System-West, a California nonprofit public benefit corporation.

2. Article I of the Articles of Incorporation of this corporation is amended in its entirety to read as follows:

I

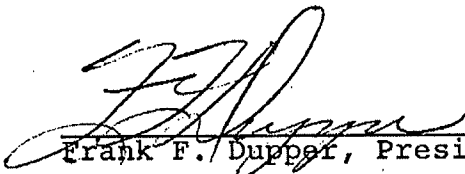
The name of this corporation shall be Adventist Health System/West.

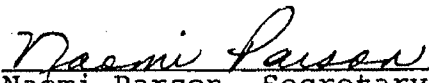
3. The foregoing amendment of the Articles of Incorporation was duly approved by the Board of Directors of this corporation.

4. The foregoing amendment of the Articles of Incorporation was duly approved by the required vote of the voting members of the corporation.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth herein are true and correct of our own knowledge.

Dated: 9/24/86

  
Frank F. Dupper, President

  
Naomi Parson, Secretary

ahsw5/08



980746

**ENDORSED  
FILED**  
In the office of the Secretary of State  
of the State of California  
APR 17 1980  
MARCH FONG EU, Secretary of State  
Leslie Glenn  
Deputy

ARTICLES OF INCORPORATION  
OF  
ADVENTIST HEALTH SYSTEM-WEST

I

The name of this corporation is "Adventist Health System-West".

II

This corporation is a religious corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Religious Corporation Law exclusively for religious purposes. More specifically the purposes of this corporation are to further the medical ministry of the Seventh-day Adventist Church and to promote the wholeness of man physically, mentally and spiritually in the following ways:

A. To act on behalf of the Seventh-day Adventist Church to establish, manage and maintain acute care hospitals.

B. To promote and carry on scientific research related to the care of the sick and injured insofar as, in the opinion of the board of directors, such research can be carried on in, or in connection with, the hospital.

C. To establish, manage and maintain a Health Maintenance Organization (HMO), utilizing health delivery systems designed and coordinated to maximize benefits to the communities served.

D. To create and manage live-in conditioning centers in resort-type environments featuring educational programs in preventive medicine designed to enhance lifestyle quality and prevent illness.

E. To promote and carry on scientific research related to the care of the sick and injured, with particular reference to the philosophy and practice of the Seventh-day Adventist Church.

F. To participate, so far as circumstances may warrant, in any activity designed and carried on to promote the general health of the community.

### III

The name and address of this State of the corporation's initial agent for service of process is:

Frank F. Dupper  
1545 North Verdugo Road  
Glendale, California 91209.

### IV

A. The number of directors shall be fixed by the bylaws of this corporation, and the number of directors may be changed from time to time by amendment of the bylaws adopted by the vote or written assent of the members of the corporation entitled to exercise a majority of the voting power, or the vote of a majority of a quorum of members called pursuant to the bylaws; provided, however, that all of the directors shall be members in good standing of the Seventh-day Adventist Church.

B. The bylaws shall provide for tenure, selection, removal and resignation of directors.

V

The authorized number and qualification of members of the corporation and the rights and privileges or members shall be as set forth in the bylaws; provided, however, that all of the membership shall be composed of members from specific Seventh-day Adventist institutions, constituencies, boards or executive committees of organizations that are listed in the Seventh-day Adventist Yearbook, published by the General Conference of Seventh-day Adventists.

VI

A. The property of this corporation is irrevocably dedicated to religious purposes, and no part of the net income or assets of this organization shall ever inure to the benefit of a director, officer or member of the corporation, or to the benefit of any private individual.

B. This corporation is a totally owned subordinate corporate agency operating subject to and in harmony with the policies, guidelines and procedures required by the Pacific Union Conference of Seventh-day Adventists and the North Pacific Union Conference of Seventh-day Adventists, nonprofit religious associations directly responsible for the management of the affairs of the Seventh-day Adventist Church in the western United States. Upon winding up and dissolution of this corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to the Pacific Union Conference of Seventh-day Adventists and the North Pacific Union Conference of Seventh-day Adventists, nonprofit religious associations organized and operated exclusively for religious and/or charitable purpose that have established their tax-exempt status under Internal Revenue Code Section 501(c)(3). In the event Pacific Union Conference of Seventh-day Adventists and North Pacific Union

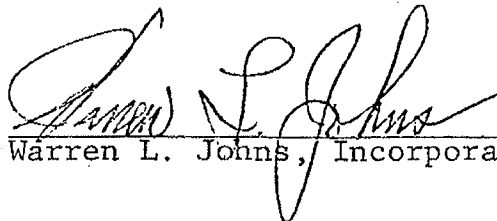
Conference of Seventh-day Adventists are unable for any reason to be the recipient of said assets, remaining assets shall be distributed to the General Conference Corporation of Seventh-day Adventists, a religious corporation organized under the laws of the District of Columbia that has established its tax-exempt status under Internal Revenue Code Section 501(c)(3).

## VII

A. This corporation is organized exclusively for religious purposes within the meaning of Internal Revenue Code Section 501(c)(3). Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on: (1) By a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law; or (2) By a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue law).

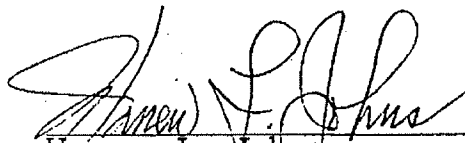
B. No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for political office.

Dated: March 1, 1980.

  
Warren L. Johns, Incorporator



I declare that I am the person who executed the above articles of incorporation, and such instrument is my act and deed.

  
Warren L. Johns