

FILED FOR RECORD
STATE OF ALASKA
APR 17 1985

DEPARTMENT OF COMMERCE
& ECONOMIC DEVELOPMENT

ARTICLES OF AMENDMENT
TO AND RESTATEMENT OF THE
ARTICLES OF INCORPORATION
OF
THE VALLEY HOSPITAL ASSOCIATION, INC.

Pursuant to the provisions of Article III, Chapter 20, Title 10, Alaska Statutes, the undersigned corporation adopts these Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is: THE VALLEY HOSPITAL ASSOCIATION, INC.

SECOND: The amendment adopted is:

The present Articles of Incorporation, as amended, are deleted, and in their place and stead the following Articles of Incorporation, as amended, are adopted and the Articles of Incorporation are hereby restated, in their entirety, to provide, instead, as follows:

ARTICLE I

The name of this corporation is: THE VALLEY HOSPITAL ASSOCIATION, INC.

ARTICLE II

The duration and existence of this corporation shall be perpetual.

ARTICLE III

The objects and purposes for which this corporation is formed is as follows:

(a) to own, build, erect, construct, lease, maintain, manage and operate hospitals and clinics, general and special, or related facilities, or all of them, within the State of Alaska and particularly within the Matanuska-Susitna Borough, or elsewhere, for the care of persons suffering from illness or disabilities and for the rendering of in-patient or out-patient medical care to persons; to be carried on and the objectives thereof not for profit, but rather exclusively for charitable, scientific and educational purposes within the meaning of the Alaska Nonprofit Corporation Act and of Section 501(c)(3) of the

Internal Revenue Code of 1954, as now in force or as may hereafter be amended;

(b) to carry on educational activities related to the rendering of care to the sick and injured or to their promotion of health and to promote and carry on scientific research related to the care of the sick and injured or the promotion of health;

(c) to do and engage in all lawful activities that are in furtherance of one or more of the general purposes of this corporation;

(d) to have and exercise the general powers specified in A.S. 10.20.011, as now in force or as may hereafter be amended.

The objects and purposes of this corporation shall be construed also as powers, and the matters expressed in each of the foregoing clauses shall, unless otherwise expressly provided, be and no wise limited by reference to or inference from the terms of any other clause, but shall be regarded as independent objects, purposes and powers; and the enumeration of specific objects, purposes and powers shall not be construed to limit or restrict in any manner the meaning of general terms or the general powers of the corporation; nor the expression of one thing be deemed to exclude another not expressed, although it be of like nature.

ARTICLE IV

The following additional provisions are inserted for the regulation of the affairs of the corporation.

(a) No substantial part of the activities of the corporation shall consist of attempting to influence legislation by propaganda or otherwise or directly or indirectly participating in or intervening in (including the publishing or distributing of statements) any political campaign on behalf or in opposition to any candidate for public office.

(b) Upon dissolution of the corporation, its remaining assets, if any, shall be distributed to an organization described in Section 501(c)(3), and exempt from taxation under Section 501(a) of the Internal Revenue Code, as now in force or as may hereafter be amended.

(c) The corporation shall not engage in any of the prohibited transactions described in Section 501(d) of the Inter-

nal Revenue Code or of the Alaska Nonprofit Corporation Act, as now in force or as may hereafter be amended.

(d) The corporation shall not unreasonably accumulate income within the meaning of Section of 504 of the Internal Revenue Code, as now in force or as may hereafter be amended.

(e) The corporation shall not be operated for the primary purposes of carrying on unrelated trade or business as defined in Section 513 of the Internal Revenue Code, as now in force or as may hereafter be amended.

(f) No part of the net earnings of the corporation shall inure to the benefit of any private individual or member within the meaning of Section 501(c)(3) of the Internal Revenue Code as now in force or as may hereafter be amended.

(g) No compensation shall be paid to any member, officer, director, trustee, creator or organizer of the corporation or substantial contributor to it, except as to reasonable allowance for services actually rendered to or for the corporation.

(h) No loans shall be made by the corporation to any of its directors or officers.

(i) The corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests, such as contributors to or members of the corporation, or persons controlled directly or indirectly by such private interests.

ARTICLE V

The corporation shall not have shareholders, but it shall have one or more classes of members, and the bylaws shall set forth the class or classes, the manner of election or appointment and the qualifications and rights of the members of each class and the certificates evidencing membership, if any, that the corporation may issue.

ARTICLE VI

The corporation shall be under the management and control of a Board of Directors. The qualifications of and manner of election or appointment of directors as well as the number of directors shall be prescribed in the bylaws of this corporation.

ARTICLE VII

The bylaws of the corporation may be adopted or amended in the manner prescribed in the bylaws.

THIRD: The foregoing amendment, restating the Articles of Incorporation, correctly sets out the provisions of the Articles of Incorporation as amended, has been adopted as required by law, and supersedes the original Articles of Incorporation and all amendments.

On January 31, 1985, the Board of Directors by resolution adopted the foregoing and directed that they be submitted to a vote at the annual meeting of members. After timely written notice setting out the proposed amendment and restated articles or a summary of the provisions to each member entitled to vote, at the annual meeting of the members held on February 28, 1985, the foregoing amendment and restated Articles of Incorporation were adopted upon receiving the affirmative vote of at least two-thirds of the votes which members present at the meeting or represented by proxy were entitled to cast.

DATED this 1st day of ^{March} February, 1985.

Robert A. Rehus
President

Carolyn Corington
Secretary

STATE OF ALASKA)
) ss.
THIRD JUDICIAL DISTRICT)

Before me the undersigned Notary Public in and for the State of Alaska, duly commissioned and sworn as such, this day personally appeared Robert A. Rehus and Carolyn Corington, known to me and known to me to be the President and Secretary respectively of THE VALLEY HOSPITAL ASSOCIATION, INC., and they acknowledged to me that they executed the foregoing, in duplicate, by virtue of authority granted in the bylaws or by resolution of the Board of Directors.

March WITNESS my hand and notarial seal this 1st day of
~~February~~, 1985.

Lona A. Wehnert
Notary Public in and for Alaska
My Commission Expires: 12/15/85

VERIFICATION

Carolyn Corington, being first duly sworn
under oath, verifies that the foregoing is true and correct of
his knowledge.

Carolyn Corington
Secretary

March SUBSCRIBED AND SWORN TO before me this 1st day of
~~February~~, 1985.

Lona A. Wehnert
Notary Public in and for Alaska
My Commission Expires: 12/15/85

ARTICLES OF AMENDMENT

VALLEY HOSPITAL ASSOCIATION, INC. (Corporate File No. 2378D)

Pursuant to the provisions of AS 10.20.176, the Articles of Incorporation of Valley Hospital Association, Inc. (Corporate File No. 2378D) are hereby amended as follows:

1. Article III of the Articles of Incorporation is hereby amended to read as follows:

ARTICLE III

The Corporation is established for charitable, scientific and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (the "IR Code"), or any corresponding provisions of any subsequent federal tax laws, and for such specific purposes consistent with these articles of incorporation as may be set forth in the bylaws adopted by the Corporation, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under said section. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any private individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, except as permitted by Section 501(h) of the Internal Revenue Code of 1986, as amended (the "Code") or any subsequent federal tax laws. The Corporation shall not participate in or intervene in (including the publishing or distribution of statements), any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles of incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(a), described in Section 501(c)(3), contributions to which are deductible under Section 170(c)(2) of the Code, or the corresponding provisions of any subsequent federal tax laws (hereinafter referred to as "exempt organizations").

2. Except as set forth above, the Articles of Incorporation have not been further amended.
3. The above amendments were adopted by a majority of the board of directors by virtue of a resolution adopted at a meeting held on April 10, 2006 at which a quorum was present.
4. Written notice of these amendments was given to the members on May 17, 2006 in accordance with the requirements of AS 10.20 and the corporation's bylaws. The above amendments were adopted by more than 2/3rds of the members present

at meeting held on June 12, 2006 at which a quorum was present in person or by proxy.

DATED: June 12, 2006

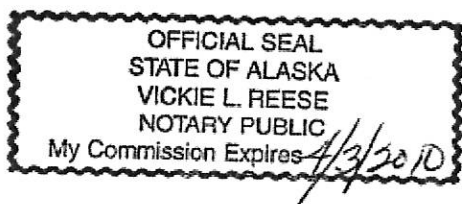
Mary Reardon
Print Name: Mary Reardon
Vice President

STATE OF ALASKA)
) ss.
THIRD JUDICIAL DISTRICT)

Mary Reardon, being first duly sworn, on oath deposes and says that s/he is the Vice President of Valley Hospital Association, Inc., the Alaska nonprofit corporation named herein; that s/he is authorized to, and hereby does, make this verification for and on behalf of said corporation; and that s/he has read the within and foregoing Articles of Amendment, knows the contents thereof, and believes the same to be true.

Mary Reardon
Print Name: Mary Reardon

SUBSCRIBED AND SWORN TO before me this 19th day of June, 2006.



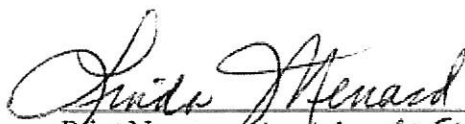
Vickie Reese
Notary Public in and for Alaska
My commission expires: 4-3-2010

Linda Menard
Print Name: LINDA MENARD
Secretary

STATE OF ALASKA)
) ss.
THIRD JUDICIAL DISTRICT)

LINDA MENARD, being first duly sworn, on oath deposes and says that s/he is the Secretary of Valley Hospital Association, Inc., the Alaska nonprofit corporation named herein; that s/he is authorized to, and hereby does, make this verification for and on behalf of said corporation; and that s/he has read the within and foregoing Articles of Amendment, knows the contents thereof,

and believes the same to be true.



Print Name: LINDA MENARD

SUBSCRIBED AND SWORN TO before me this 19 day of June 2006.



Notary Public in and for Alaska

My commission expires: 4-3-2010

