

RESTATED ARTICLES OF INCORPORATION
OF
MISSOULA COMMUNITY HOSPITAL

The members of Missoula Community Hospital, a nonprofit corporation organized under the laws of Montana, acting pursuant to Section 15-2337 of the Montana Nonprofit Corporation Act, do hereby adopt the following Restated Articles of Incorporation which shall supersede the heretofore existing Articles of Incorporation of the corporation and all amendments thereto.

Article 1. Name. The name of the corporation is "Missoula Community Hospital".

Article 2. Period of Duration. The corporation shall have perpetual existence.

Article 3. Purposes. The purposes for which the corporation is organized are as follows:

- A. To establish and conduct a general hospital for the care of the sick and injured in the Missoula, Montana, area and to engage in all lawful activities and operations usually and normally engaged in by a community hospital, including the operation of a school for nurses.

Charitable: said corporation shall be charitable in nature and shall dispense charity in the care of patients when necessary.

To be organized exclusively for charitable, scientific and educational purposes as a nonprofit corporation and its activities shall be conducted for the aforesaid purposes in such a manner that no part of its profits or net earnings or dividends will inure to the benefit of any member, director, trustee, officer or any other person or corporation, and the funds obtained from public and private charities and the fees and rates charged shall be used to further the purposes of the corporation.

- D. To promote the common good and general welfare of the City of Missoula, Montana, and Missoula County, Montana (the "County") and the surrounding territories, and the inhabitants thereof, by providing the hospital facilities as hereinabove described.

- E. To borrow the necessary funds to pay the cost of acquiring, constructing, establishing, maintaining, equipping and operating such properties and facilities, the indebtedness for which borrowed money may be evidenced by securities of this corporation of any kind or character issued at any one or more times, which may be either unsecured or secured by any mortgage, trust

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FRANK MURFAY
SECRETARY OF STATE

By *[Signature]* Deputy

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deed or other lien upon any part or all of the properties at any time then or thereafter owned by this corporation.

- F. To receive, whether by way of outright, limited or conditional gifts or grants in trust, inter vivos, or by way of testamentary devises, bequests or grants in trust, or otherwise, funds of all kinds, including property, both real, personal and mixed, whether principal or income, tangible or intangible, present or future, vested or contingent, in order to carry on the purposes of this corporation.

Without limiting the generality of the foregoing, this corporation shall have all the powers, privileges and rights necessary or convenient for carrying out the purposes for which this corporation is formed and the members of this corporation hereby claim for this corporation all the benefits, privileges, rights and powers created, given, extended or conferred by the provisions of all applicable laws of the State of Montana pertaining to nonprofit corporations and any additions or amendments thereto.

Article 4. Members. Membership in the corporation shall be determined in the manner provided in the By-Laws of the corporation and members shall have such voting and other rights as therein provided.

Article 5. Board of Trustees and Their Powers. The management of the affairs of the corporation shall be vested in its Board of Trustees which shall consist of persons elected by the members of the corporation in the manner provided in the By-Laws. The number of Trustees constituting the initial Board of Trustees is 13. The number of Trustees constituting the Board of Trustees shall be fixed by the By-Laws but shall not be less than 4 persons.

Article 6. Registered Office and Registered Agent. The registered office of the corporation at the time of the adoption of these Restated Articles of Incorporation is located at 2827 Fort Missoula Road, Missoula, Montana, and the name of the registered agent of the corporation at such address and at such time is E. W. Lister.

Article 7. Nonprofit Corporation. The corporation is not organized for the pecuniary profit of its directors, trustees, officers or members, if any, nor may it issue stock nor declare nor distribute dividends, and no part of its net income shall inure to the benefit of any directors, trustees, officers or members, if any.

Article 8. Dissolution. No distribtuion shall ever be made of any of the properties or assets of this corporation to any members, director, trustee, officer or other individual. Upon dissolution of this corporation, all of the corporation's assets remaining after the payment of all its liabilities shall be transferred to the County (or if the County is unable or unwilling to accept such gift then to another political subdivision of the State of Montana to be selected by this corporation) free and clear of all liens and encumbrances and without consideration of any kind or nature.

Article 9. Amendments. These Articles may be amended in the manner authorized by law at the time of amendment; provided, however, to the extent permitted by applicable law, the provisions of Article 7 hereof may not be amended or rescinded unless necessary to comply with the provisions of applicable law.

ADOPTED February 26, 1976.

MISSOULA COMMUNITY HOSPITAL

By Edgar W. Lister
Edgar W. Lister, President

ATTEST:

Jeanne E. Morris
Jeanne E. Morris, Secretary

STATE OF MONTANA)
 : ss.
County of Missoula)

EDGAR W. LISTER and JEANNE E. MORRIS, being first duly sworn upon their oath, depose and say: That they are the duly elected, qualified and acting President and Secretary respectively of MISSOULA COMMUNITY HOSPITAL, a nonprofit corporation; that they have read the foregoing RESTATED ARTICLES OF INCORPORATION OF MISSOULA COMMUNITY HOSPITAL and know that the contents thereof are true and correct of their own knowledge.

Edgar W. Lister
Edgar W. Lister

Jeanne E. Morris
Jeanne E. Morris

SUBSCRIBED AND SWORN TO before me this 26th day of February, 1976.

[Signature]
NOTARY PUBLIC FOR THE STATE OF MONTANA
Residing at Missoula, Montana
My Commission expires August 10, 1977

RESTATED ARTICLES OF INCORPORATION
OF
MISSOULA COMMUNITY HOSPITAL

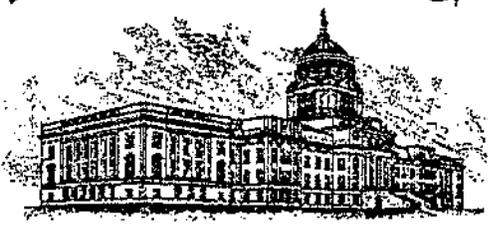


KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, who are the President and Secretary of MISSOULA COMMUNITY HOSPITAL, a not for profit Montana Corporation, for the purpose of complying with Section 15-2337, R.C.M., 1947, with regard to the Restated Articles of Incorporation of a corporation, hereby state as follows:

- (a) The name of the corporation is MISSOULA COMMUNITY HOSPITAL.
- (b) That the Restated Articles of Incorporation were adopted at a meeting of the membership of the corporation held on February 26, 1976, at which a quorum was present and voted throughout with all members present and voting by proxy casting a unanimous affirmative vote for the adoption of such Restated Articles of Incorporation; and that such Articles were duly adopted by not less than 2/3 of the members present and voting, or represented by proxy.
- (c) That the Restated Articles of Incorporation correctly set forth the provisions of the Articles of Incorporation as theretofore amended and that such Restated Articles of Incorporation have been duly adopted as required by the law of Montana relating to non-profit corporations.

Office of the Secretary of State



OF THE STATE OF MONTANA

RESTATED CERTIFICATE OF INCORPORATION

I, FRANK MURRAY, Secretary of State of the State of Montana, do hereby certify that duplicate originals of Restated Articles of Incorporation of

MISSOULA COMMUNITY HOSPITAL

and Statement on Adoption thereon duly executed pursuant to the provisions of Section 15-2337 of the Revised Codes of Montana, have been received in my office and found to conform to law.

NOW, THEREFORE, I, FRANK MURRAY, as such Secretary of State, by virtue of the authority vested in me by law, hereby issue this Restated Certificate of Incorporation of

MISSOULA COMMUNITY HOSPITAL

and attach hereto a duplicate original of the Restated Articles of Incorporation and the Statement on Adoption thereon.

GREAT SEAL

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Montana, at Helena, the Capital, this 26th day of March A.D. 1976.

Frank Murray
FRANK MURRAY
Secretary of State
Gail M. DeWalt

By: Gail M. DeWalt
Chief Deputy

**NOTICE OF MEETING
TO ADOPT RESTATED ARTICLES
OF INCORPORATION FOR
MISSOULA COMMUNITY HOSPITAL**

NOTICE IS HEREBY GIVEN that on the 26th day of February, 1976, at 1:00 P.M. the members of MISSOULA COMMUNITY HOSPITAL will meet at Conference Room No. 1, Missoula Community Hospital, Missoula, Montana, for the purpose of adopting Restated Articles of Incorporation. The purpose of said proposed amendments is to delete from said Articles all references to the Special Trustees.

ORDERED by the Board of Trustees of MISSOULA COMMUNITY HOSPITAL this 23rd day of January, 1976.

**Jeanne E. Morris, Secretary
Board of Trustees
Missoula Community Hospital**

The daily Missoulian February 8, 1976