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FLORIDA PROFIT/NON PROFIT CORPORATION

The Ave Maria Society for Health, Inc.

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ARTICLES OF INCORPORATION
OF
THE AVE MARIA SOCIETY FOR HEALTH, INC.
(A Corporation Not-For-Profit)

The undersigned incorporator to these Articles of Incorporation hereby associates to form a corporation not-for-profit (the "Corporation") under the Florida Not-for-Profit Corporation Act and other laws of the State of Florida (*Florida Statutes Chapter 617*).

ARTICLE I
Name and Address

The name of the Corporation is **THE AVE MARIA SOCIETY FOR HEALTH, INC.** The principal office (and mailing address) is located at **201 South Orange Avenue, Suite 800, Orlando, Florida 32801**. The Board of Directors may from time to time move the principal office of the Corporation to any other address in the State of Florida.

ARTICLE II
Nature of Business

The purposes for which the Corporation is formed are exclusively religious, charitable, scientific, literary or educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law (the "Revenue Laws") as well for the purpose of qualifying as a supporting organization under Section 509(a)(3) of the Internal Revenue Code or the corresponding provision of any future Revenue Laws. Specifically, the Corporation is organized to operate exclusively for the health and medical benefit of, to perform the health and medical functions of, and to carry out the health and medical purposes of The Ave Maria Society, Inc., a tax-exempt organization qualified under Sections 501(c)(3) and 509(a)(1) of the Internal Revenue Code of 1986. In carrying out such purposes, this Corporation shall have all of the powers and authorities granted by statute and law, including the power and authority to accept gifts, devises and other contributions for charitable purposes, to hold and administer the funds and properties received and to expend, contribute and otherwise dispose of funds or properties for charitable purposes either directly or by contribution to the aforementioned organization, provided, however, said powers and authorities shall be exercised only in furtherance of charitable purposes.

ARTICLE III
Powers

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized. Pursuant to Treasury Regulation Section 1.509(a)-4(d)(3)(i) through (iii), the Corporation may, upon approval by the Member, substitute for The Ave Maria

Society, Inc. or operate for the additional benefit of any other Section 501(c)(3) organization also qualifying as a Section 170(b)(1)(A)(iii) hospital or medical research organization. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are set forth in furtherance of the exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and its regulations as the same now exist or as they may be hereafter amended from time to time.

ARTICLE IV

Membership

The membership of this Corporation shall be limited to The Ave Maria Society, Inc. (the "Member"), a tax-exempt organization qualified under Sections 501(c)(3) and 509(a)(1) of the Internal Revenue Code of 1986.

ARTICLE V

Term of Existence

The date when corporate existence shall commence shall be the date of filing of these Articles of Incorporation in the office of the Secretary of State of the State of Florida and the Corporation shall have perpetual existence thereafter.

ARTICLE VI

Incorporator

The name and address of the incorporator of these Articles of Incorporation is as follows:

Name

Address

David P. Lee

201 South Orange Avenue, Suite 800
Orlando, Florida 32801

ARTICLE VII

Directors

7.1 Corporate Affairs. The affairs of the Corporation shall be managed by its Board of Directors. The Board of Directors shall have all the powers necessary or appropriate for the administration of the affairs of this Corporation.

7.2 Election. Directors shall be elected by the Member in the manner set forth in the Bylaws of the Corporation.

7.3 Number. This Corporation shall have no fewer than three (3) nor more than twenty-five (25) directors, as determined from time to time and as provided in the Bylaws of the Corporation.

7.4 Names and Addresses of Initial Directors. The names and addresses of the persons who are to serve as the initial Directors of the Corporation until the election or appointment of successors are as follows:

Maria T. Braden
5202 Milano Street
Ave Maria, Florida 34142

Sydney L. McManus
5928 Constitution Street
Ave Maria, Florida 34142

Daniel V. Dix
4392 Steinbeck Way
Ave Maria, Florida 34142

ARTICLE VIII
Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is **201 South Orange Avenue, Suite 800, Orlando, Florida 32801**, and the name of the initial registered agent at such address is **David P. Lee**.

ARTICLE IX
Bylaws

The Board of Directors of this Corporation shall provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

ARTICLE X
Amendments

Amendments to these Articles of Incorporation may be proposed by the Board of Directors of the Corporation, but must be approved by a vote of the Board of Directors of the Member of the Corporation, in the same manner as required for an amendment to the Articles of Incorporation of the Member.

ARTICLE XI
Limitations on Actions

All of the assets and earnings of the Corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of or be distributable to its trustees, officers or any other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes set forth in Article II hereof. No substantial part of the Corporation's activity shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or interfere with (including the

publication or distribution of statements regarding) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws) or any organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws). The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income or assets to any Directors or officers, and the private property of the subscribers, Member, Directors and officers shall not be liable for the debts of the Corporation.

In particular, but without limitation of the generality of the foregoing paragraph, during such time as the Corporation may be considered a private foundation as defined in Section 509(a) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws) it shall not:

- (i) fail to distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);
- (ii) engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);
- (iii) retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);
- (iv) make any investment in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws); or
- (v) make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws).

ARTICLE XII

Dissolution

Upon dissolution of the Corporation, all of its assets remaining after payment of or provision for all liabilities of the Corporation, including costs and expenses of such dissolution, shall be distributed to or for the Member or in the event such organization is no longer in existence, is unwilling or unable to accept such assets, or is no longer qualified under Section 501(c)(3) then such assets shall be distributed to one or more organizations qualified under Section 501(c)(3) (or the corresponding provision of any subsequent Revenue Laws) that are also qualified under Sections 509(a)(1) or 509(a)(2) (or the corresponding provisions of any subsequent Revenue Laws) and are of a similar class or purpose, as shall be selected by the

Member (or in the event the Member is no longer in existence, the Directors). None of the assets will be distributed to any officer or Director of this Corporation. Any such assets not so disposed of shall be disposed of by the court of common pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles this 9th day of January, 2016.

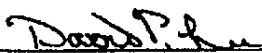

David P. Lee, Incorporator

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the within-named Corporation, at the place designated hereinabove, I hereby accept the designation to act in this capacity, and acknowledge that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Date: January 9th, 2016


David P. Lee