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2017 FEB 10 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended
Restated

FEB 15 2017

LA BRITTON

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: FTS Foundation, Inc

DOCUMENT NUMBER: NDL000011640

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Stacy Munroe
(Name of Contact Person)

Lifenet Health
(Firm/ Company)

1864 Concert Drive
(Address)

Virginia Beach, VA 23453
(City/ State and Zip Code)

stacy_munroe@lifenethealth.org
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Stacy Munroe at 757.609.4156
(Name of Contact Person) (Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|--|---|--|
| ☐ \$35 Filing Fee | ☐ \$43.75 Filing Fee &
Certificate of Status | ☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | ☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
|--|--|---|--|

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

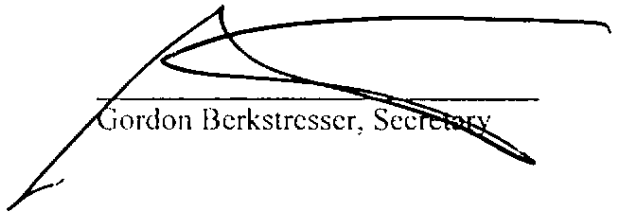
CERTIFICATE OF RESTATEMENT
OF FTS FOUNDATION, INC.

The undersigned officer hereby certifies on behalf of FTS Foundation, Inc. (the "Corporation") as follows:

1. The name of the Corporation is FTS Foundation, Inc.
2. The Amended and Restated Articles of Incorporation, attached hereto as Exhibit A, contain an amendment requiring member approval.
3. Pursuant to Sections 617.0701 and 617.1007 of the Florida Statutes, the sole Member of the Corporation approved and adopted the attached Amended and Restated Articles of Incorporation by written consent dated January 6, 2017.

Executed this 6th day of February, 2017.

FTS FOUNDATION, INC.



Gordon Berkstresser, Secretary

FILED
2017 FEB 10 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
FTS FOUNDATION, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 617.1007 and 617.0206 of the Florida Statutes, FTS Foundation, Inc., a Florida Not For Profit Corporation (the "Corporation") adopts the following amended and restated Articles of Incorporation:

1. Name. The name of the Corporation is FTS Foundation, Inc.
2. Member. The Corporation shall have one member. The Bylaws of the Corporation shall set forth the voting rights and qualifications of the Member.
3. Election of Board of Directors. The Board of Directors of the Corporation shall be elected by the Member as set forth in the Bylaws. Each director shall hold office for the term of one year or until his or her successor is elected.
4. Principal Office. The street address of the principal office of the Corporation, which is the same as its mailing address, is 3298 Summit Blvd., Suite 29, Pensacola, Florida 32503.
5. Registered Office. The Corporation's registered office address is 12276 San Jose Blvd., Suite 705 – 706, Jacksonville, Florida 32223.
6. Registered Agent. The Corporation's registered agent is Chandler Brownlee, an individual who is a resident of Florida and whose address is the same as that of the registered office.
7. Purpose.

A. The Corporation is organized and shall be operated for religious, charitable, scientific, literary and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any corresponding provisions of further Internal Revenue laws, and the regulations pertinent thereto (referred to herein as the "Internal Revenue Code"), including the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code. The foregoing statement of purpose shall not be considered as limiting or restricting in any manner the powers conferred upon corporations by Florida Corporations Not For Profit Laws set forth in Chapter 617 of the Florida Statutes, as

amended, and, therefore, the Corporation shall have the power to transact any business not prohibited by law or required to be stated herein.

B. The Corporation is organized for the benefit of, and to carry out the purposes of LifeNet Health, a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

C. No substantial part of the activities of the Corporation shall be or involve the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements for) any political campaign on behalf of, or in the opposition to, any candidate for public office.

D. Notwithstanding any other provision of these Articles, the Corporation shall only carry on activities permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c), 2055 and 2522 of the Internal Revenue Code.

8. Inurement of Earnings and Compensation. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, the Corporation's Board of Directors, officers, trustees (if any), or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation and to make payments and distributions in furtherance of the purposes set forth in Article 7 above.

9. Disposition of Assets Upon Dissolution. Upon the dissolution of the Corporation, the Corporation's Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized exclusively for religious, charitable, scientific, literary and/or educational purposes, as shall at that time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code. Any assets not so disposed of by the Board of Directors shall be disposed of by the Court of the city or county in which the principal office of the Corporation is then located, exclusively for the purposes set forth in Articles 7 hereof or to such organization or organizations as said Court shall determine, which organization(s) is or are organized exclusively for such purposes.

10. Indemnification. The liability of the directors and officers of the Corporation shall be limited, and the Corporation shall indemnify its directors and officers, as follows:

A. In any proceeding brought by or in the right of the Corporation or brought by or on behalf of directors of the Corporation, a director or an officer of the Corporation shall not be liable to the Corporation for any monetary damages arising out of any transaction, occurrence or course of conduct, unless in such proceeding the director or officer was adjudged to have

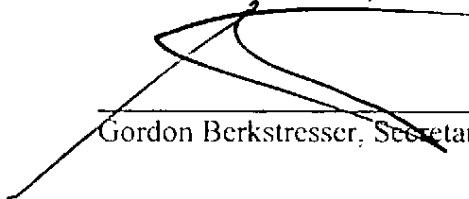
engaged in willful misconduct or a knowing violation of the criminal law or any federal or state securities law.

B. The full extent required or permitted by the Florida Corporation Not for Profit Laws set forth in Chapter 617 of the Florida Statutes and any other applicable law, and to the manner thereby prescribed, the Corporation shall indemnify a director or officer of the Corporation who is or was a party to any proceeding by reason of the fact that he or she is or was such a director or officer or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust employee benefit plan or other profit or non-profit enterprise. The Corporation shall promptly pay for or reimburse the reasonable expense, including attorneys' fees, incurred by any such director or officer of the Corporation in connection with any such proceeding (whether or not made a party).

11. The above amended and restated Articles of Incorporation were duly adopted on January 6, 2017 by unanimous written consent of the sole Member and the Board of Directors.

Executed this 6th day of February, 2017.

FTS FOUNDATION, INC.



Gordon Berkstresser, Secretary