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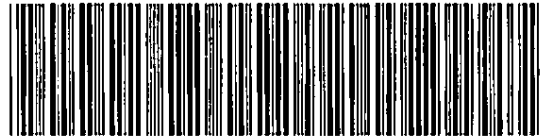
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R. T.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SAXON & FINK, LLP

2121 PONCE DE LEON BLVD.
SUITE 740
CORAL GABLES, FLORIDA 33134

(305) 371-9575

FAX (305) 371-8011

September 18, 2017

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Via Federal Express

Re: Amended And Restated Articles of Incorporation for Bethesda Hospital
Foundation, Inc.

Ladies and Gentlemen:

Enclosed is the original and one copy of the Amended And Restated Articles of
Incorporation for Bethesda Hospital Foundation, Inc., which are submitted for filing.

Also enclosed is my firm check for \$43.75, payable to Florida Department of State, which
covers the filing fee and the cost of a certified copy. Please send me the certified copy in
the enclosed prepaid Federal Express envelope.

Please contact the undersigned if you have any questions regarding this filing.

Sincerely,



KYLE R. SAXON

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2017 AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
BETHESDA HOSPITAL FOUNDATION, INC.

The Articles of Incorporation of Bethesda Hospital Foundation, Inc., formerly Bethesda Healthcare Foundation, Inc., a Florida nonprofit corporation filed with the Department of State on July 13, 1962, Florida Document Number 704282, amended by amendments filed on February 3, 2010 and March 4, 2010, and said Articles are hereby amended and restated in their entirety as follows:

ARTICLE I

Name of Corporation

The name of this Corporation shall be Bethesda Hospital Foundation, Inc. (hereinafter the "Corporation").

ARTICLE II

Purposes

The purposes for which this Corporation are organized are exclusively charitable, scientific, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.

Funds of the Corporation shall be transferred to and invested by Baptist Health South Florida, Inc., a Florida not for profit corporation ("BHSF"), the sole member of the Member (as hereinafter defined), in accordance with policies adopted from time to time by BHSF, provided that such funds and the investments of the Corporation shall be used for the benefit of the Member (as hereinafter defined) and Bethesda Hospital, Inc., a Florida not for profit corporation ("BH"), within the service areas of the Member and BH.

ARTICLE III

Prohibited Activities

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

This Corporation shall not carry on any activity not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or (b) a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986.

ARTICLE IV
Sole Member

The sole member (hereinafter the "Member") of this Corporation shall be Bethesda Health, Inc., a Florida not for profit corporation, formerly known as Bethesda Healthcare System, Inc., a Florida not for profit corporation, the state document number of which is N03785, which Member shall have those reserved corporate powers over the operation of the Corporation, as established by the Member and set forth in the Bylaws of the Corporation. Pursuant to F.S. 617.0202(i), the Corporation will be subordinate to and subject to the authority of its Member, as it relates to those reserved powers.

ARTICLE V
Corporate Duration

This Corporation shall have perpetual existence unless sooner dissolved by law.

ARTICLE VI
Principal Office and Mailing Address

The principal place of business for the Corporation shall be 2815 South Seacrest Boulevard, Boynton Beach, Florida 33435 and the mailing address shall be P.O. Box 243628, Boynton Beach, Florida 33424.

ARTICLE VII
Registered Agent and Officer

The name and address of the registered agent of the Corporation is David R. Friedman, 6855 Red Road, Suite 600, Coral Gables, FL 33143-3632.

ARTICLE VIII
Board of Directors

The number of Directors shall be established as provided in the Bylaws, but shall never be less than three (3). Directors shall be elected or appointed at such times and for such terms as provided in the Bylaws.

ARTICLE IX
Officers

The Corporation shall have such officers as described in the Bylaws who shall be elected or appointed at such times and for such terms as provided in the Bylaws.

ARTICLE X
Bylaws

The Bylaws of this Corporation shall be made, altered, amended or rescinded only by vote of the Member.

ARTICLE XI
Amendment to Articles of Incorporation

These Articles of Incorporation may be amended only by vote of the Member.

ARTICLE XII
Dissolution

In the event of dissolution, any residual assets of this Corporation will be distributed for one or more exempt purposes or purposes specified in Section 501(c) (3) of the Internal Revenue Code of 1986, or to the federal, or a state, or a local government for exclusively public purposes. Subject to the foregoing, in the event of dissolution, any residual assets of this Corporation will be distributed to the Member, or to an affiliate of the Member that meets the foregoing qualifications, if the Member is the sole member of the affiliate.

Pursuant to the authority of Florida Statutes §617.1002(2), these 2017 Amended and Restated Articles of Incorporation were duly adopted on July 21, 2017 by the Member, without action by the Directors of the Corporation at a meeting for which notice of the changes to be made was given.

BETHESDA HEALTH, INC., a Florida not
for profit corporation, as sole member of the
Corporation

By: Roger L. Kirk
Name: Roger L. Kirk
Title: Chief Executive Officer of the Member

Date: Aug. 30th, 2017