726307

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Adventist
HEALTH SYSTEM

VIA FEDERAL EXPRESS

December 31, 2008

Secretary of State
Corporations Division
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Merger Document

Dear Sir:

Please find enclosed our check in the amount of $105.00 payable to the Secretary of State together with an original and one copy of the Articles of Merger among Healthplex Ventures, Inc., Greeneville Hospital, Inc. and Adventist Health System/Sunbelt, Inc.

The Articles of Merger contain within the document the Plan of Merger.

We would appreciate your filing the enclosed document and returning a copy to our attention via the enclosed Federal Express air bill.

Should you have any questions, please contact the undersigned at 407-975-1413.

Sincerely,

T. N. Trimble, Vice President
Legal Services

TT:tl

Enclosures

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 20, 2009

T.L. TRIMBLE
111 NORTH ORLANDO AVENUE
WINTER PARK, FL 32789-3675

SUBJECT: ADVENTIST HEALTH SYSTEM/SUNBELT, INC.
Ref. Number: 726307

We have received your document for ADVENTIST HEALTH SYSTEM/SUNBELT, INC. and your check(s) totaling $105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date must be specific and cannot be prior to the date of filing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Leslie Sellers
Regulatory Specialist II

Letter Number: 009A00001988

Adventist
HEALTH SYSTEM

March 17, 2009

Leslie Sellers
Regulatory Specialist II
Department of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Adventist Health System/Sunbelt, Inc.
Ref. Number 726307

Dear Ms. Sellers:

Thank you for your letter of January 20. We have revised the content of the documents to make it clear from a state regulatory perspective the merger will take effect upon filing with the Florida Department of State.

Should you have any further questions, please feel free to contact me at (407) 975-1413.

Sincerely,

T.L. Trimble, Esquire
Vice President/Legal Services

TLT/plm

Enclosure

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ARTICLES OF MERGER
BETWEEN
ADVENTIST HEALTH SYSTEM/SUNBELT, INC., a Florida Not For Profit Corporation ("Surviving Corporation")
AND
HEALTHPLEX VENTURES, INC., a Tennessee Corporation
AND
GREENEVILLE HOSPITAL, INC., a Tennessee Corporation (each a "Disappearing Corporation")

TO: Secretary of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

1. The undersigned corporations have adopted a Plan of Merger made a part hereof.

2. The name of the Surviving Corporation is Adventist Health System/Sunbelt, Inc., a Florida not for profit corporation.

3. No changes in the Articles of Incorporation of the Surviving Corporation have been made.

4. The Agreement of Merger ("Plan of Merger") of the undersigned corporations, as set forth below, was adopted pursuant to Section 617.1107 of the *Florida Statutes* and Section 48-21-102 of the *Tennessee Code.*

5. The merger of the undersigned corporations will become effective on the date on which it is filed with the Florida Secretary of Stgate.

6. The sole member of the Surviving Corporation and the sole stockholder of each of the Disappearing Corporations have adopted the Plan of Merger.

7. Greeneville Hospital, Inc. is a Tennessee Corporation. HealthPlex Ventures, Inc. is a Tennessee Corporation.

8. The membership of Adventist Health System/Sunbelt, Inc. adopted the Plan of Merger at meetings called and held for that purpose on the 22nd day of February 2007, and June 7, 2007, at which meeting a quorum was present and voting and such Plan of Merger was ratified and approved by at least two-thirds of the members present and entitled to vote.

9. The sole stockholder of Greeneville Hospital, Inc. adopted the Plan of Merger at a meeting called and held for that purpose on the 7th day of June, 2007.

10. The sole stockholder of HealthPlex Ventures, Inc. adopted the Plan of Merger at a meeting called and held for that purpose on the 7th day of June, 2007.

10. The Plan of Merger reads as follows:

This Plan of Merger is made by and between GREENEVILLE HOSPITAL, INC., a Tennessee Corporation, HEALTHPLEX, VENTURES, INC., a Tennessee Corporation, and ADVENTIST HEALTH SYSTEM/SUNBELT, INC., a Florida Not For Profit Corporation, hereinafter collectively referred to as "Constituent Corporations."

RECITALS:

A. The respective Boards of Directors of the Constituent Corporations deem it advisable that Greeneville Hospital, Inc. and HealthPlex Ventures, Inc. (the "Disappearing Corporations") be merged into Adventist Health System/Sunbelt, Inc. (the "Surviving Corporation") under the laws of the State of Tennessee in the manner provided pursuant to Section 48-21-102 of the *Tennessee Code* and under the laws of the State of Florida, in the manner provided therefor pursuant to Section 617.1107 of the *Florida Statutes*.

B. The Membership of the Surviving Corporation has approved the merger, and the sole shareholder of each of the Disappearing Corporations has approved the merger.

C. The respective Boards of Directors of the Constituent Corporations, the sole shareholders of each of the Disappearing Corporations and the Membership of the Surviving Corporation have agreed that no changes or amendments in the Articles of Incorporation of the Surviving Corporation will be made.

Now, therefore, in consideration of the premises and the mutual agreements hereinafter contained, the Constituent Corporations have agreed and do hereby agree to merge upon the terms and conditions hereinbelow set forth.

1. **Agreement to Merge**. The Constituent Corporations hereby agree that Greeneville Hospital, Inc., and HealthPlex Ventures, Inc., the Disappearing Corporations, shall be merged into

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TALLAHASSEE FLORIDA

Adventist Health System/Sunbelt, Inc., the Surviving Corporation.

2. **Name of Surviving Corporation.** The name of the Surviving Corporation shall be Adventist Health System/Sunbelt, Inc.

3. **Principal Office of Surviving Corporation.** The principal office of the Surviving Corporation shall be located at the following address: 111 North Orlando Avenue, Winter Park, Orange County, Florida 32789.

4. **Purposes of Surviving Corporation.** The purposes of the Surviving Corporation are to engage in any lawful acts or activities for which such corporation may be formed under Chapter 617 of the *Florida Statutes*.

5. **Board of Directors of Surviving Corporation.** The Board of Directors of the Surviving Corporation shall be the individuals who are the current members of the Board of Directors of Adventist Health System/Sunbelt, Inc.

6. **Registered Agent of Surviving Corporation.** The individual hereinafter named shall be the registered agent for the Surviving Corporation, at the address hereinbelow set forth, upon whom process, notices and demands against Greeneville Hospital, Inc., HealthPlex Ventures, Inc., or Adventist Health System/Sunbelt, Inc. may be served: T.L. Trimble, 111 North Orlando Avenue, Winter Park, Orange County, Florida 32789.

7. **Assets of Disappearing Corporation**. All property, real, personal and mixed and all debts due on whatever account, and all other choses in action and all and every other interest of or belonging to or due to Greeneville Hospital, Inc. and/or HealthPlex Ventures, Inc. shall be deemed to be transferred, conveyed to and vested in the Surviving Corporation without further act or deed and the title to or any interest in any real estate vested in such corporation shall not revert or be in any way impaired by reason of such merger.

8. **Liabilities of Disappearing Corporation.** The Surviving Corporation shall assume, and henceforth be responsible and liable for, all the liabilities and obligations of the Disappearing Corporations and any claim existing, or action or proceeding pending by or against Greeneville Hospital, Inc. and/or HealthPlex Ventures, Inc. may be prosecuted as if such merger had not taken place or the Surviving Corporation may be substituted in its place.

9. **Articles of Incorporation of Surviving Corporation.** The Articles of Incorporation of the Surviving Corporation shall not be amended and shall continue to be the Articles of Incorporation of the Surviving Corporation in its present form and content.

10. **Bylaws of Surviving Corporation**. The Bylaws of the Surviving Corporation shall continue in its present form and content to be the Bylaws of the Surviving Corporation.

11. **Effective Date of Agreement.** This Agreement shall become effective as of the date on which it is filed with the Florida Secretary of State.

12. **Officers of Surviving Corporation.** On the effective date of the merger, the officers of the Surviving Corporation shall continue in their present offices, to serve in such capacities until the next regularly scheduled election or until their successors shall be elected and shall qualify:

President:	Donald L. Jernigan
Vice Presidents:	Brent G. Snyder
	Terry D. Shaw
Secretary:	Robert H. Henderschedt
Treasurer:	Terry D. Shaw
Assistant Secretary:	Lynn C. Addiscott
	L. Mark Block
	Ariel De Prada
	Dan Enderson
	Lars D. Houmann
	Gary C. Skilton
	Kelly Pettijohn
	Brent G. Snyder
	Max A. Trevino

13. **Employees of Disappearing Corporation**. The Disappearing Corporations have no employees.

14. **Management and Decisions by Board of Directors of Surviving Corporation.** Following the effective date of the merger, all decisions shall be made by the Board of Directors of the Surviving Corporation.

[Intentionally Left Blank]

IN WITNESS WHEREOF, the Constituent Corporations have caused their respective corporate names to be signed by their respective officers, duly authorized by the respective Board of Directors and Membership (as to the Surviving Corporation) and the shareholder (as to each Disappearing Corporation), the day and year first above written.

As to Disappearing Corporations

GREENVILLE HOSPITAL, INC.

By: [signature]
Name: Mark Block
Title: Asst Secretary

HEALTHPLEX VENTURES, INC.

By: [signature]
Name: LYNN ADDISCOTT
Title: ASSISTANT SECRETARY

As to Surviving Corporation

ADVENTIST HEALTH SYSTEM/ SUNBELT, INC.

By: [signature]
Name: ARIEL DePERADA
Title: Asst. Sec.

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