

**ARTICLES OF INCORPORATION
OF
ASCENSION HEALTH ALLIANCE**

The undersigned Incorporator, desiring to form a corporation pursuant to the provisions of the Missouri Nonprofit Corporation Act (hereinafter referred to as "Act"), hereby executes the following Articles of Incorporation:

ARTICLE I

CORPORATION

- 1.1 Name. The name of the corporation is Ascension Health Alliance (the "Corporation").
- 1.2 Classification. The Corporation is a public benefit corporation.
- 1.3 Definitions. Capitalized words and phrases not otherwise defined herein shall have the meanings ascribed thereto in the Bylaws of the Corporation.

ARTICLE II

PURPOSES

- 2.1 Purposes. The Corporation is organized exclusively for charitable, religious, scientific or educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law (the "Code")). No part of the net earnings of Corporation shall inure to the benefit of, or be distributable to, its members, directors or officers or any private shareholder or individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and donations in furtherance of the purposes set forth herein and as authorized under the Code. No substantial part of the activities of the Corporation shall be 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), any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provisions of these Bylaws, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE III

PERIOD OF EXISTENCE

- 3.1 The period during which the Corporation shall continue is perpetual.

State of Missouri
Creation Non-Profit 4 Page(s)



T1125601033

ARTICLE IV

REGISTERED AGENT AND REGISTERED OFFICE

- 4.1 Registered Agent. The name and address of the Corporation's registered agent for service of process is Joseph R. Impicciche, 4600 Edmundson Road, St. Louis, Missouri, 63134.
- 4.2 Registered Office. The address of the principal office of the Corporation is 4600 Edmundson Road, St. Louis, Missouri 63134.

ARTICLE V

MEMBERSHIP

- 5.1 The Corporation shall have Members.

ARTICLE VI

INCORPORATOR

- 6.1 The name and address of the Incorporator of the Corporation is:

Joseph R. Impicciche
Senior Vice President, Legal Services & General Counsel
Ascension Health
4600 Edmundson Road
St. Louis, Missouri 63134

ARTICLE VII

PROVISIONS FOR REGULATION AND CONDUCT OF THE AFFAIRS OF CORPORATION

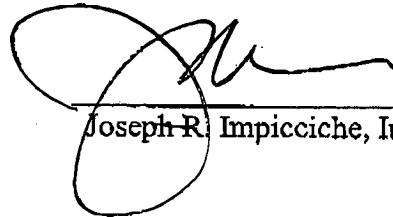
- 7.1 Bylaws. The Bylaws of the Corporation may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with applicable law of the State.

- 7.2 Disposition of Assets Upon Dissolution. In the event of the dissolution of the Corporation, the Members, after paying or making provision for the payment of all of the liabilities of the Corporation, shall distribute, in accordance with the dissolution and unwinding plan developed by the Members, all of the assets of Corporation to organization(s) designated by the Members which is(are) organized and operated exclusively for charitable, religious, educational or scientific purposes as shall, at the time, qualify as an exempt organization or organizations under Section 501(c)(3) of the Code. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction 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 such court shall determine, which are organized and operated exclusively for such purposes.

The undersigned Incorporator does hereby adopt these Articles of Incorporation as the Articles of Incorporation of the Corporation and affirms that the statements above are true and correct.

Executed this 12th day of September, 2011.

ASCENSION HEALTH ALLIANCE



Joseph R. Impicicche, Incorporator

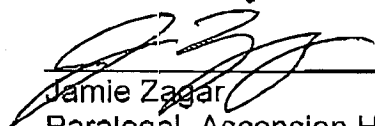
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Written Authorization Assignment:

Name Reservation of Ascension Health Alliance, Inc.

I, Jamie Zagar, Paralegal of Ascension Health, hereby transfer the Name Reservation of Ascension Health Alliance, Inc. to Joseph R. Impicciche.

Authorized By



Jamie Zagar
Paralegal, Ascension Health

State of Missouri



Robin Carnahan
Secretary of State

CERTIFICATE OF INCORPORATION MISSOURI NONPROFIT

WHEREAS, Articles of Incorporation of

Ascension Health Alliance Inc
N01170163

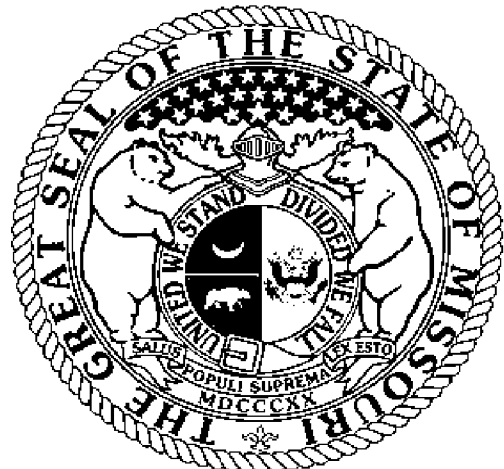
have been received and filed in the Office of the Secretary of State, which Articles, in all respects, comply with the requirements of Missouri Nonprofit Corporation Law;

NOW, THEREFORE, I, ROBIN CARNAHAN, Secretary of the State of Missouri do by virtue of the authority vested in me by law, do hereby certify and declare this entity a body corporate, duly organized this date and that it is entitled to all rights and privileges granted corporations organized under the Missouri Nonprofit Corporation Law.

IN TESTIMONY WHEREOF, I hereunto
set my hand and cause to be affixed the
GREAT SEAL of the State of Missouri.
Done at the City of Jefferson, this
13th day of September, 2011.

A handwritten signature in cursive script that reads "Robin Carnahan".

Secretary of State





File Number:

N01170163

Date Filed: 09/13/2011

Robin Carnahan

Secretary of State

JAMES C. KIRKPATRICK
STATE INFORMATION CENTER
(573) 751-4936

ROBIN CARNAHAN
SECRETARY OF STATE
STATE OF MISSOURI

CORPORATIONS
866-223-6535

SECRETARY OF STATE CORRECTION

On this date: September 15, 2011

Articles of Incorporation for a Non Profit

With charter number: N01170163

with a task # of T1125601033

Was modified

From: Ascension Health Alliance Inc

To: Ascension Health Alliance

Requested by: Chris

Authorized by:

State of Missouri
Misc Document 1 Page(s)



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PO BOX 778 • JEFFERSON CITY, MISSOURI • 65102
www.sos.mo.gov

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State of Missouri



Robin Carnahan
Secretary of State

CERTIFICATE OF INCORPORATION
MISSOURI NONPROFIT
Corrected As Of [ENTERDATE]

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Ascension Health Alliance
N01170163

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NOW, THEREFORE, I, ROBIN CARNAHAN, Secretary of State of the State of Missouri, do by virtue of the authority vested in me by law, do hereby certify and declare this entity a body corporate, duly organized this date and that it is entitled to all rights and privileges granted corporations organized under the Missouri Nonprofit Corporation Law.

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