

Secretary of State

I, Sam Reed, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

certificate that the attached is a true and correct copy of

ARTICLES OF AMENDMENT

of

CATHERINE WASHBURN MEMORIAL ASSOCIATION

Changing name to CATHERINE WASHBURN MEDICAL ASSOCIATION

as filed in this office on November 17, 2011.

July 5, 2012 Date:

Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Sam Reed, Secretary of State

RAISED SEAL



I, Sam Reed, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

certificate that the attached is a true and correct copy of

ARTICLES OF INCORPORATION

of

CATHERINE WASHBURN MEMORIAL ASSOCIATION

as filed in this office on October 29, 1971.

Date: June 21, 2012



RAISED SEAL

Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Sam Reed, Secretary of State

ARTICLES OF INCORPORATION

OF

CATHERINE WASHBURN MEMORIAL ASSOCIATION

We, the undersigned persons, acting as the incorporators of a corporation under the provisions of the Washington Non-profit Corporation Act (Revised Code of Washington 24.03), adopt the following Articles of Insorporation for such corporation:

ARTICLE I

The name of the corporation shall be the CATHERINE WASHBURN MEMORIAL ASSOCIATION.

ARTICLE II

The period of duration of the corporation shall be perpetual.

ARTICLE III

The purpose for which the corporation is organized is to provide a legal entity which can accept gifts and donations, and expend the same, in assisting in whatever way possible in the erection, completion and maintenance of medical facilities on Lopez Island, San Juan County, State of Washington.

ARTICLE IV

The Association may erect, own and maintain a clinic facility and make the same available to the medical profession through any form of agreement which is fair and requitable to any and all, but not for the purpose of making a profit to the Association.

The Association may engage in any enterprise or enterprises for the purpose of raising the funds for the above purposes so long as the same are not prohibited by law.

ARTICLE V

The Association shall have one class of members.

The manner of election for membership shall be upon application and the payment of a membership fee which the Board of Trustees shall have the power to set from time to time. Certificates evidencing membership in said corporation may be issued but shall not be required.

ARTICLE VI

The address of the initial registered office of the corporation shall be the Washington House Building, directly across the street from the post office on Lopez Island, San Juan County, Washington.

The name of the initial registered agent of the corporation shall be Patrick C. Roe, at the above address.

ARTICLE VII

The number of Directors constituting the initial Board of Trustees of the corporation shall be six Directors.

The names and addresses of the persons who are to serve as the initial Directors of the corporation are as follows:

Name Address

Patrick C. Roe Rev. Donald H. Gwynne Charles M Washburn Howard S. Cole Barbara Pickering Malcolm Heath Lopez, Washington 98261 Friday Harbor, Washington 98250

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The number of Trustees who will manage the affairs of the corporation may be changed from six to any number not less than five nor more than nine, by the membership, at any annual meeting or special meeting called for that purpose.

ARTICLE VIII

The names and addresses of the incorporators of the corporation are as follows:

Name

Patrick C. Roe Rev. Donald H. Gwynne Charles RA Washburn* Howard S. Cole Barbara Pickering Malcolm Heath

Address

Lopez, Washington 98261 Friday Harbor, Wa. 98250

ARTICLE IX

Upon the dissolution of the corporation, if ever, for whatever purposes, all of the assets of the corporation shall be turned over to any similar type organization enjoying a nonstock, non-profit basis and federal tax exemption, and none of the assets shall ever enure to the membership of the corporation.

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STATE OF WASHINGTON)) ss.
COUNTY OF SAN JUAN)

In Witness Whereof, I have hereunto set my hand and official

seal, the day and year first above written.

Notary Public in and for the State of Washington residing at FRIPAY FARROR