

NOTO

3597567

Certificate of Amendment of Articles of Incorporation

FILED *de*
Secretary of State
State of CaliforniaJUL 20 2015 *Rpc*

The undersigned certify that:

1. They are the president and the secretary, respectively, of University HealthCare Advantage, a *lee* California corporation.

2.

Article ONE of the Articles of Incorporation of this corporation is amended to read as follows:

The name of this corporation is Stanford Health Care Advantage.

Article TWO (B) of the Articles of Incorporation of this corporation is amended to read as follows:

The specific and primary purposes of this corporation are to support, benefit and further the charitable purposes of the Stanford Health Care and to make donations, transfer assets and provide other forms of aid and assistance to, for the benefit of, or in connection with Stanford Health Care. In furtherance of these charitable purposes, this corporation is authorized:

1. To provide comprehensive health care coverage options that offer high quality accessible care to a distressed population, the elderly, including by operating a Medicare Advantage plan for the benefit of the elderly and disabled who are eligible for Medicare;
2. To promote high quality care in all the health care facilities and services owned or managed by Stanford Health Care, its affiliates, and all other contracted providers;
3. To participate in activities designed to promote the community's general health, including by operating health plans for the benefit of the community;
4. To promote and encourage the advancement and improvement of high quality and cost-effective health care services;
5. To facilitate the interchange of ideas among health care service organizations and the communities served through educational activities and advance the planning for and delivery of high quality health care services in the communities served;
6. To engage in and conduct charitable, educational, and scientific activities, and to further such activities as may be deemed advisable for the advancement of health care; and
7. To promote or carry on such other charitable activities as may be deemed advisable for the betterment of the general health of the communities served.

Article THREE of the Articles of Incorporation of this corporation is amended to read as follows:

The sole member of this corporation shall be Stanford Health Care (the "Member"). The Member shall be entitled to vote for the election of Directors and upon such other matters as may be designated in the bylaws of the corporation. The Directors shall be chosen and shall be subject to removal in the manner set forth in the Bylaws. No dues or assessments shall be imposed upon the Member of this corporation.

Article FIVE (B) of the Articles of Incorporation of this corporation is amended to read as follows:

Upon the dissolution or winding up of this corporation, all of its assets shall be transferred exclusively to, and become the property of, Stanford Health Care, provided that, if at that time Stanford Health Care is not an organization described in Section 501(c)(3) (or successor provision) of the Internal Revenue Code, then said assets shall be distributed to another organization, then described in Section 501(c)(3) (or successor provision) of the Internal Revenue Code, then said assets shall be distributed to another organization, then described in Section 501(c)(3) (or successor provision) of the Internal Revenue Code, as the Member may select.

3. The foregoing amendments of Articles of Incorporation have been duly approved by the board of directors.
4. The foregoing amendments of Articles of Incorporation have been duly approved by the required vote of the member.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: May 27, 2015



Amir Dan Rubin, President



Jenni Vargas, Secretary



I hereby certify that the foregoing
transcript of 2 page(s)
is a full, true and correct copy of the
original record in the custody of the
California Secretary of State's office.

JUL 27 2015 *AM*

Date: _____

Alex Padilla

ALEX PADILLA, Secretary of State