

**ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
ST. LUKE'S HEALTH SYSTEM, LTD.,
AN IDAHO NONPROFIT CORPORATION**

Pursuant to the provisions of Section 30-30-705 of the Idaho Nonprofit Corporation Act, St. Luke's Health System, Ltd, an Idaho nonprofit corporation (the "**Corporation**"), hereby adopts the following Articles of Amendment to its Articles of Incorporation (the "**Articles**"):

1. The name of the Corporation is St. Luke's Health System, Ltd.
2. Article IV of the Articles is amended and restated in its entirety to read as follows:

ARTICLE IV

In the event of the dissolution of this corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, distribute all of the assets of the corporation for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "**Code**"), to the Supported Organizations as defined in the last sentence of this Article IV, pursuant to the formula(s) set forth in agreements with third parties and/or the Supported Organizations, including the terms set forth in the Sale and Lease Agreement to Create a New Health System dated as of March 16, 2006, among the corporation, St. Luke's Regional Medical Center, Ltd., St. Luke's Magic Valley Regional Medical Center, Ltd., Twin Falls County, on behalf of itself and its owned hospital, Magic Valley Regional Medical Center, and Twin Falls County Health Initiatives Trust, Ltd. (the "**Sale and Lease Agreement**"), and further provided that the third parties and Supported Organizations continue to qualify at the time of dissolution as exempt from federal income tax under Section 501(c)(3) of the Code. If no such agreements, including the Sale and Lease Agreement, are in force or effect, then the Board of Directors shall dispose of all of the assets of the corporation to such charitable, educational or scientific organization or organizations as qualify at the time of dissolution as exempt from federal income tax under Section 501(c)(3) of the Code, or any successor statute, as a supermajority of the Board of Directors (as defined in Article IX hereof) shall determine. The Supported Organizations are St. Luke's Regional Medical Center, Ltd, St. Luke's Magic Valley Regional Medical Center, Ltd., St. Luke's Wood River Medical Center, Ltd., St. Luke's McCall, Ltd., St Luke's Nampa, Ltd., and Mountain States Tumor Institute, Inc., each of which are nonprofit, charitable organizations exempt from federal income tax under Section 501(c)(3) of the Code, and publicly supported organizations under

Section 509(a)(1) or 509(a)(2) of the Code; and future affiliated healthcare organizations that are controlled by the corporation and that are exempt from federal income tax under Section 501(c)(3) of the Code and publicly supported organizations under Section 509(a)(2) of the Code.

3. The remainder of the Articles, as hereby amended, shall remain in full force and effect.

4. The Corporation has no members. The foregoing amendment was adopted by the Board of Directors at its regular meeting on September 18, 2018, in accordance with Idaho Code Section 30-30-705, and the Articles and Bylaws of the Corporation.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed by its duly authorized officer this 21st day of December, 2018.

By: 
Christine S. Neuhoff, Secretary