BELLA VISTA HOSPITAL, INC., a non profit corporation, duly organized and validly existing under the laws of the Commonwealth of Puerto Rico, whose Certificate of Incorporation was duly registered in the Puerto Rico Department of State on the 21st day of June, 1990, under registration number 20,463, hereinafter referred to as the "Corporation", does hereby certify:---------

FIRST: That in a duly convened meeting held by the Board of Directors of the Corporation, there was approved a resolution which indicated the convenience of amending the Certificate of Incorporation of the Corporation herein. The resolution, which proposed such amendment thereof, reads as follows:---------

BE IT RESOLVED: That the Certificate of Incorporation of the Corporation be amended in its Article II to read as follows:---------
The Corporation is a nonprofit organization organized and operated exclusively for charitable, religious, scientific and educational purposes. The specific purposes of this Corporation are to further the medical ministry of the Seventh-day Adventist Church and "to make man whole" physically, mentally and spiritually. The Corporation may pursue these purposes as follows:
(a) To establish and maintain a primary healthcare medical institution;

(b) To educate and train physicians, nurses and/or technicians;

(c) To establish and maintain community educational programs;

(d) To promote medical science;

(e) To participate in any activity designed to promote the general health of the community;

(f) To receive contributions for the support, in whole or in part, of the Corporation, and/or pay them over to organizations that are described in Section 501(c) (3) and exempt from taxation under Section 501(a) under the U.S. Internal Revenue Code and Section 101 under the Puerto Rico Income Tax Act, or corresponding sections of any future federal and/or Puerto Rico tax code;

(g) To provide, directly or through a subsidiary or affiliated organizations, to elderly, disabled and handicapped persons housing facilities and services specifically designed to meet their physical, social, and psychological needs and to promote their health, security, happiness and usefulness in longer living. The charges for such facilities and services to be predicated upon the provision,
maintenance and operation thereof on a non profit basis. As a mean to accomplish the foregoing purpose, the Corporation is authorized to acquire the necessary parcels of land and to perform the construction and development, and further to operate the housing facilities;

(h) To establish and maintain subsidiary organizations to carry on these purposes and such other purposes incidental and kindred to those above mentioned;

(i) As a mean of accomplishing the foregoing purposes, carry on any other lawful activity which the Corporation may deem necessary or expedient for the administration of the affairs of the Corporation.

-----SECOND: That at a date not before fifteen (15) days, nor after sixty (60) days, in which the aforementioned resolution was approved, in a duly held and convened meeting of the Board of Directors of the Corporation, at least two thirds (2/3) of the total number of members of such Board voted in favor of such amendment.

-----THIRD: That such amendment was adopted pursuant to the provisions of Article 8.02 of the General Corporation Law for the Commonwealth of Puerto Rico, and a written consent of the members of the Board of Directors as provided by such Article, is herein enclosed.
Certificate of Amendment...
Page 4

-----IN WITNESS WHEREOF, such Bella Vista Hospital, Inc. has caused its corporate seal to be affixed and this certificate to be signed by Minister Miguel A. Muñoz, President and Nemuel O. Artiles, Secretary, this 14th day of August, A.D., 1996.

(CORPORATE SEAL)

Minister/Miguel A. Muñoz
President

Nemuel O. Artiles
Secretary
BELLA VISTA HOSPITAL, INC., a non profit corporation, duly organized and validly existing under the laws of the Commonwealth of Puerto Rico, whose Certificate of Incorporation was duly registered in the Puerto Rico Department of State on the 21st day of June, 1990, under registration number 20,463, hereinafter referred to as the "Corporation", does hereby certify:

-----FIRST: That in a duly convened meeting held by the Board of Directors of the Corporation, there was approved a resolution which indicated the convenience of amending the Certificate of Incorporation of the Corporation herein. The resolution, which proposed such amendment thereof, reads as follows:

-----BE IT RESOLVED: That the Certificate of Incorporation of the Corporation be amended in its Article VIII to read as follows:

-----Upon the winding up and dissolution of this Corporation after paying or adequately providing for the debts and obligations of this Corporation, the remaining assets of this Corporation shall be distributed to the Bella Vista Healthcare System, Inc., a nonprofit organization organized pursuant to the laws of the Commonwealth of Puerto Rico. If the Bella Vista Healthcare System, Inc. is not then in
existence, the Board of Directors shall dispose of all the assets of the Corporation by transferring the assets to the Puerto Rican Union Conference of Seventh-day Adventists or to such other organization or organizations as are organized exclusively for such purposes.—

However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this Corporation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

SECOND: That at a date not before fifteen (15) days, nor after thirty (30) days, in which the aforementioned resolution was approved, in a duly held and convened meeting of the Board of Directors of the Corporation, at least two thirds (2/3) of the total number of members of such Board voted in favor of such amendment.

THIRD: That such amendment was adopted pursuant to the provisions of Article 802 of the General Corporation Law for the Commonwealth of Puerto Rico, and a written consent of the members
Certificate of Amendment...

Page 3

of the Board of Directors as provided by such Article, is herein enclosed.

-----IN WITNESS WHEREOF, such Bella Vista Hospital, Inc. has caused its corporate seal to be affixed and this certificate to be signed by Minister Félix Ríos, President, and Nemuel O. Artiles, Secretary, this 14th day of December, A.D., 1995.


Minister Félix Ríos
President

Nemuel O. Artiles
Secretary

COMMONWEALTH OF PUERTO RICO
Municipality of San Juan

S.S.

-----Be it known: that today, the 14th day of December, A.D. 1995, before me, Notary Public in and for the Commonwealth of Puerto Rico, personally appeared the aforementioned Minister Félix Ríos, President of Bella Vista Hospital, Inc., a non-profit corporation organized under the laws of the Commonwealth of Puerto Rico, hereinabove described, and executed the Certificate that precedes, personally known to me as such, and in the same in his capacity as President, duly execute such Certificate hereby and acknowledged such Certificate herein as an act of his will and an act of will of
the aforementioned Corporation, that the signature of said President and Secretary are the signature of them, respectively; that the herein enclosed consent is signed by two thirds (2/3) of the total number of the members of the Board of Directors and that the seal that was affixed to the Certificate is the official corporate seal thereof.

----IN WITNESS WHEREOF, I sign the present and stamp on it my official seal on the aforementioned place, day and year.

[Signature]
NOTARY PUBLIC

Testimony No.: 2150
CERTIFICATE OF INCORPORATION

OF

BELLA VISTA HOSPITAL, INC.

THE UNDERSIGNED INCORPORATORS, in order to form a
nonprofit Corporation for the purposes hereinafter stated,
under and pursuant to the provisions of the General Corpora-
tion Law of the Commonwealth of Puerto Rico,

DO HEREBY CERTIFY:

I

The name of this Corporation is BELLA VISTA HOSPITAL,
INC.

II  Cm. Agosto 21/96

This Corporation is a nonprofit organization organized
and operated exclusively for charitable, religious, scientific
and educational purposes. The specific purposes of this
Corporation are to further the medical ministry of the
Seventh-day Adventist Church and "to make man whole"
physically, mentally and spiritually. The Corporation may
pursue these purposes as follows:

(A) To establish and maintain a primary healthcare
medical institution;

(B) To educate and train physicians, nurses and/or
technicians;
(C) To establish and maintain community educational programs;

(D) To promote medical science;

(E) To establish and maintain subsidiary organizations to carry on these purposes and such other purposes incidental and kindred to those above mentioned;

(F) To participate in any activity designed to promote the general health of the community;

(G) To receive contributions for the support, in whole or in part, of the Corporation, and/or pay them over to organizations that are described in Section 501(c)(3) and exempt from taxation under Section 501(a) under the U.S. Internal Revenue Code and Section 101 under the Puerto Rico Income Tax Act, or corresponding sections of any future federal and/or Puerto Rico tax code;

(H) As a mean of accomplishing the foregoing purposes, carry on any other lawful activity which the Corporation may deem necessary or expedient for the administration of the affairs of the Corporation.

III

The address of the Corporation's principal office within the Commonwealth of Puerto Rico is located at Bella Vista Hospital, Insular Road Number 349, Kilometer 2.9, Cerro Las
Certificate of Incorporation of Bella Vista Hospital, Inc.

Mesas Ward, Mayaguez, Puerto Rico 00708. The name of the Corporation's resident agent at such address is Nemuel O. Artilles.

IV

The Corporation shall be a membership Corporation and shall have no authority to issue capital stock. The authorized number and qualification of members of this Corporation and the rights and privileges of members shall be as set forth in the Bylaws. No member may vote or act by proxy.

V

The affairs and business of this Corporation shall be managed and conducted by the Board of Directors. The qualifications, election, number, tenure, powers and duties of the members of the Board of Directors shall be as provided in the Bylaws. No director may vote or act by proxy.

VI

No member of this Corporation, member of the Board of Directors, officer or agent shall be personally liable for the payment of the debts of this Corporation except as such member, director, officer or agent may be liable by reason of his own conduct or acts.
VII

The Corporation is not organized nor shall it be operated for pecuniary gain or profit. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable, religious, scientific and educational purposes and no part of the profits or any income of this Corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private shareholder or individual.

No substantial part of the activities of this Corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation nor shall this Corporation participate in or intervene in, including the publishing or the distributing of statements, any political campaign on behalf of any candidate for political office.

VIII

Upon the winding up and dissolution of this Corporation after paying or adequately providing for the debts and obligations of this Corporation, the remaining assets of this Corporation shall be distributed to the Bella Vista Healthcare System, Inc., a nonprofit organization organized pursuant to the laws of the Commonwealth of Puerto Rico. If the Bella Vista Healthcare System, Inc. is not then in existence, the Board of Directors shall dispose of all the assets of the Corporation by transferring the assets to the Antillian Union
Certificate of Incorporation of Bella Vista Hospital, Inc.

Conference of Seventh-day Adventists or to such other organization or organizations as are organized exclusively for such purposes.

The name and mailing address of the incorporators are:

<table>
<thead>
<tr>
<th>NAME</th>
<th>ADDRESS</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. CAMI B. CRUZ</td>
<td>1188 Verona Street</td>
</tr>
<tr>
<td></td>
<td>Villa Capri</td>
</tr>
<tr>
<td></td>
<td>Río Piedras, PR 00924</td>
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<td>2. BEN LEDUC</td>
<td>Bella Vista Hospital</td>
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<td></td>
<td>Insular Road Number 349</td>
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<td></td>
<td>Kilometer 2.9</td>
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<td></td>
<td>Cerro Las Mesas Ward</td>
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<tr>
<td></td>
<td>Mayaguez, Puerto Rico 00708</td>
</tr>
<tr>
<td>3. NEMUEL O. ARTILES</td>
<td>Bella Vista Hospital</td>
</tr>
<tr>
<td></td>
<td>Insular Road Number 349</td>
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<tr>
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<td>Cerro Las Mesas Ward</td>
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<tr>
<td></td>
<td>Mayaguez, Puerto Rico 00708</td>
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</tbody>
</table>

The Corporation is to have perpetual existence.
XI

The number of directors of the Corporation shall be fixed by, or in the manner provided in the Bylaws, but in no case shall the number be less than three. The directors need not to be members of the Corporation. Election of directors need not be by ballot unless the Bylaws so require. Meetings of the Board of Directors may be held at such place or places within or without the Commonwealth of Puerto Rico as shall be specified in the respective notices thereof or in the respective waivers of notice thereof signed by all the directors of the Corporation at the time in office.

XII

In furtherance and not in limitation of the powers conferred by the laws of Puerto Rico, the Board of Directors is expressly authorized:

1. To make, alter or repeal the Bylaws of the Corporation, subject to the authority of the members to alter or repeal the Bylaws made by the Board.

2. To authorize and issue obligations of the Corporation, and to authorize and cause to be executed mortgages and liens upon the real and personal property of the Corporation.

3. To set apart out of any of the funds of the Corporation a reserve or reserves for any proper purpose and to abolish any such reserve in the manner in which it was created.
Certificate of Incorporation of Bella Vista Hospital, Inc.

4. By resolution passed by a majority of the whole Board, to designate one or more committees, each committee to consist of two or more of the directors of the Corporation, which to the extent provided in the resolution or in the Bylaws of the Corporation, shall have and may exercise the powers of the Board of Directors in the management of the business and affairs of the Corporation, and may authorize the seal of the Corporation, and may authorize the seal of the Corporation to be affixed to all papers which may require it. Such committee or committees shall have such name or names as may be stated in the Bylaws of the Corporation or as may be determined from time to time by resolution adopted by the Board of Directors.

5. To establish pension, thrift, and other types of deferred or non-deferred compensation incentive plans for the officers and employees of the Corporation or of any affiliated corporation.

6. To exercise all the powers of the Corporation, except those conferred by law, or by this Certificate of Incorporation or by the Bylaws, upon the members.

XIII

Directors may be removed, with or without cause, at any time, by either:
Certificate of Incorporation of Bella Vista Hospital, Inc.

a. The vote of the majority of the members of the Corporation entitled to vote and present in person at any meeting of members called for that purpose, or

b. An instrument or instrument in writing addressed to the Board of Directors directing such removal and signed by a majority of the members of the Corporation entitled to vote; and thereupon the term of each such director who shall be so removed shall terminate.

XIV

Meeting of members may be held outside the Commonwealth of Puerto Rico, if the Bylaws so provide.

XV

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation, in the manner now or hereafter prescribed, by statute, and all rights conferred upon members herein are granted subject to this reservation.

WE, THE UNDERSIGNED, being each of the incorporators hereinbefore named, for the purpose of forming a not for profit corporation pursuant to the General Corporation Law of the Commonwealth of Puerto Rico, do make this certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set our hands this 19th day of June, 1990.
AFFIDAVIT NO.: 1352

Sworn to and subscribed before me this 19th day of June, 1990, at Mayaguez, Puerto Rico, by CAMI B. CRUZ, of legal age, married, President of Antillian Union Conference of Seventh-day Adventists, and resident of Río Piedras, Puerto Rico; BEN LEDUC, of legal age, married, medical staff director, and resident of Mayaguez, Puerto Rico; and NEMUEL O. ARTILES, of legal age, married, hospital administrator, and resident of Mayaguez, Puerto Rico, all of the incorporators who signed the foregoing Certificate of Incorporation, known to me personally to be such, and I having first made known to them the contents thereof, they did each swear and acknowledge that they executed and signed the same as their voluntary act and deed and that the facts therein stated are truly set forth.
Certificate of Incorporation
of Bella Vista Hospital, Inc.

IN WITNESS WHEREOF, I hereunto set my hand and affixed my official seal the day and year last above written.

Puerto Rico

NOTARY PUBLIC