

# Ouachita Parish Recording Page

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LIVING WELL FOUNDATIN

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**Index Type :** Charters

**File Number :** 1638578

**Type of Document :** Articles Of Incorporation

**Book :** 168

**Page :** 53

**Recording Pages :** 6

## Recorded Information

I hereby certify that the attached document was filed for registry and recorded in the Clerk of Court's office for Ouachita Parish, Louisiana

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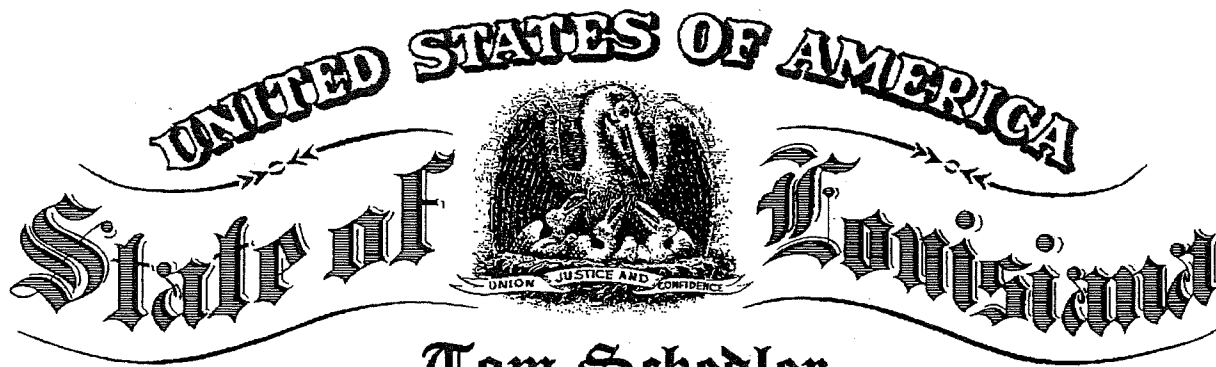
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**Tom Schedler**  
SECRETARY OF STATE

*As Secretary of State of the State of Louisiana I do hereby Certify that*

a copy of an Amendment to the Articles of Incorporation of

**LIVING WELL FOUNDATION**

Domiciled at WEST MONROE, LOUISIANA,

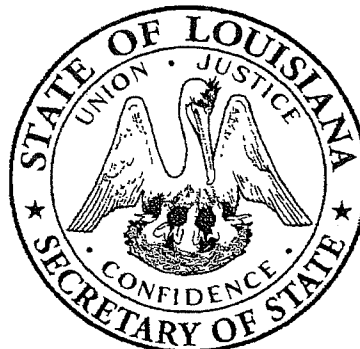
Was filed and recorded in this Office on October 14, 2013.

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

October 15, 2013

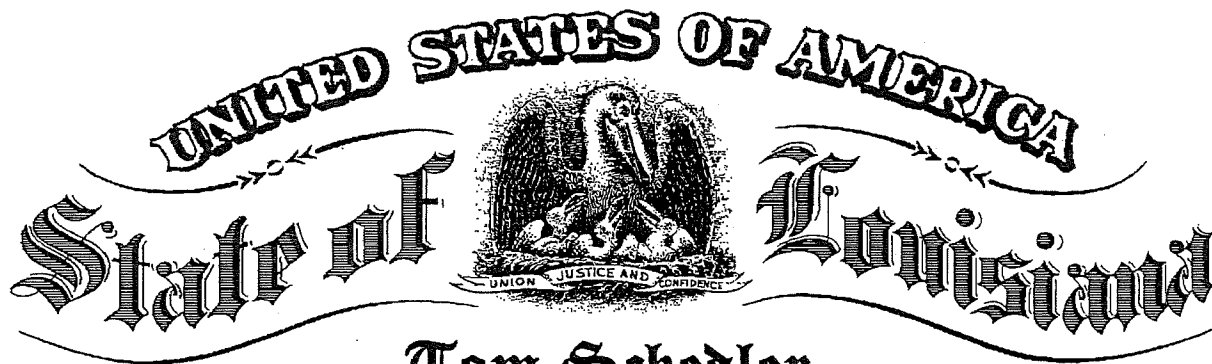
*Secretary of State*

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**Tom Schedler**  
SECRETARY OF STATE

*As Secretary of State of the State of Louisiana I do hereby Certify that*  
the attached document(s) of

**LIVING WELL FOUNDATION**

are true and correct and are filed in the Louisiana Secretary of State's Office.  
41312949 Amendments 10/14/2013 3 pages

In testimony whereof, I have hereunto set my  
hand and caused the Seal of my Office to be  
affixed at the City of Baton Rouge on,

October 15, 2013

*Secretary of State*

HL 36251118N



Certificate ID: 10427474#6QK73

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**2<sup>ND</sup> AMENDMENT TO SECOND AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION**  
**OF**  
**LIVING WELL FOUNDATION**

This 2<sup>nd</sup> Amendment to the Second Amended and Restated Articles of Incorporation of Living Well Foundation, a Louisiana nonprofit corporation (the "Foundation"), is made by authority of the Foundation's sole member and its Board of Directors, as hereafter provided, and is executed in the Foundation's name by its Board Chair who certifies as follows:

1. In accordance with Section 237.A of the Louisiana Nonprofit Corporation Law and Article XI of the Second Amended and Restated Articles of Incorporation of the Foundation, as amended, (a) the Board of Directors of the Foundation, by the vote of three-fourths of the directors then in office (2 votes for, 0 votes against, 0 abstaining, 1 absent), at a regular meeting duly held on October 8, 2013 (the notice of which set forth the amendments made herein and which was either transmitted to the directors by first-class mail deposited not less than 30 days prior to the meeting, or such notice having been waived in a writing that set forth the amendments made herein), approved the amendments made herein, and (b) the Board of Commissioners of Hospital Service District No. 1 of the Parish of Ouachita (the "District"), which is the sole member of the Foundation, at a regular meeting duly held on August 20, 2013, the notice of which set forth the amendments made herein, and which meeting was held as provided by law for meetings of the Board of Commissioners, cast the sole vote for and approved the amendments made herein.

2. The following provisions of the Second Amended and Restated Articles of Incorporation of the Foundation, as amended, are now further amended as provided, and no other

provisions of those Second Amended and Restated Articles of Incorporation are modified or changed in any manner.

3. The first sentence of Article VI(2)(c) of the Second Amended and Restated Articles of Incorporation of the Foundation is hereby amended to read as follows:

"No director shall serve more than three consecutive terms on the Board of Directors of the Foundation, and any person who ceases to serve as a director after completing three consecutive terms may not serve again as a director until at least one full year after such cessation."

IN WITNESS WHEREOF, pursuant to the direction of the Board of Directors of the Foundation, and with the approval of the Board of Commissioners of the District, which is the sole member of the Foundation, the Board Chair, who is an officer of the Foundation, has signed this 2<sup>nd</sup> Amendment to the Second Amended and Restated Articles of Incorporation in the name of the Foundation on this 8<sup>th</sup> day of October, 2013.

LIVING WELL FOUNDATION

BY: Julian B. Johnston  
Julian Johnston, Board Chair

**ACKNOWLEDGMENT**

STATE OF LOUISIANA

PARISH OF OUACHITA

On this 8<sup>th</sup> day of October, 2013, before me, the undersigned authority, a notary public duly commissioned and qualified within and for the Parish and State aforesaid, and in the presence of the undersigned competent witnesses, personally came and appeared:

Julian Johnston

known to me to be the Board Chair of the Living Well Foundation and who executed the foregoing instrument, and who, being by me first duly sworn, stated that he has read the above and foregoing 2<sup>nd</sup> Amendment to the Second Amended and Restated Articles of Incorporation and acknowledged that he executed same as his free act and deed.

WITNESSES:

Shannon Weaver

Printed Name: Shannon Weaver

Julian B Johnston  
Julian Johnston

Rita Albritton

Printed Name: Rita Albritton

Douglas C. Caldwell  
DOUGLAS C. CALDWELL, NOTARY PUBLIC  
LOUISIANA BAR ROLL NO. 03783  
My Commission is for life