DOC ID ----> 201005700972

DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
03/01/2010	201005700972	DOMESTIC ARTICLES/NON-PROFIT (ARN)	125.00	100.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

SUMMA HEALTH SYSTEM
168 E MARKET ST
ATTN: BRENDA HOLLAND
AKRON, OH 44308

STATE OF OHIO
CERTIFICATE
Ohio Secretary of State, Jennifer Brunner

1917335

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

SUMMA FOUNDATION

and, that said business records show the filing and recording of:

Document(s):	Document No(s):
DOMESTIC ARTICLES/NON-PROFIT	**201005700972**

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 25th day of February, A.D. 2010.

Ohio Secretary of State

DOC ID ----> 201005700972

Prescribed by:

Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.sos.state.oh.us
e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)	
Mail Form to one of the Following:	
☒ Yes	PO Box 1390 Columbus, OH 43216 *** Requires an additional fee of $100 ***
☐ No	PO Box 670 Columbus, OH 43216

INITIAL ARTICLES OF INCORPORATION

(For Domestic Profit or Nonprofit)
Filing Fee $125.00

2010 FEB 25 AM 10: 13

THE UNDERSIGNED HEREBY STATES THE FOLLOWING:

(CHECK ONLY ONE (1) BOX)

(1) ☐ Articles of Incorporation Profit (113-ARF) ORC 1701	(2) ☒ Articles of Incorporation Nonprofit (114-ARN) ORC 1702	(3) ☐ Articles of Incorporation Professional (170-ARP) Profession _____ ORC 1785

Complete the general information in this section for the box checked above.

FIRST: Name of Corporation Summa Foundation

SECOND: Location Akron *(City)* Summit *(County)*

Effective Date **(Optional)** _____ *(mm/dd/yyyy)* ***Date specified can be no more than 90 days after date of filing. If a date is specified, the date must be a date on or after the date of filing.***

☒ ***Check here if additional provisions are attached***

Complete the information in this section if box (2) or (3) is checked. Completing this section is optional if box (1) is checked.

THIRD: Purpose for which corporation is formed

See attached additional provisions.

Complete the information in this section if box (1) or (3) is checked.

FOURTH: The number of shares which the corporation is authorized to have outstanding (Please state if shares are common or preferred and their par value if any) _____ *(No. of Shares)* _____ *(Type)* _____ *(Par Value)*

(Refer to instructions if needed)

American LegalNet, Inc.
www.FormsWorkflow.com

DOC ID ----> 201005700972

Completing the information in this section is optional

FIFTH: The following are the names and addresses of the individuals who are to serve as initial Directors.

(Name)

(Street) ***NOTE: P.O. Box Addresses are NOT acceptable.***

(City) *(State)* *(Zip Code)*

(Name)

(Street) ***NOTE: P.O. Box Addresses are NOT acceptable.***

(City) *(State)* *(Zip Code)*

(Name)

(Street) ***NOTE: P.O. Box Addresses are NOT acceptable.***

(City) *(State)* *(Zip Code)*

REQUIRED
Must be authenticated **(signed)** by an authorized representative
(See Instructions)

Authorized Representative — Date: 2/2/10

William A. Powel, III
(print name)

Authorized Representative — Date

(print name)

Authorized Representative — Date

(print name)

American LegalNet, Inc.
www.FormsWorkflow.com

DOC ID ----> 201005700972

Complete the information in this section if box (1) (2) or (3) is checked.

ORIGINAL APPOINTMENT OF STATUTORY AGENT

The undersigned, being at least a majority of the incorporators of Summa Foundation hereby appoint the following to be statutory agent upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served. The complete address of the agent is

William A. Powel, III

525 East Market Street
(Street) ***NOTE: P.O. Box Addresses are NOT acceptable.***

Akron, **Ohio** 44304
(City) *(Zip Code)*

Must be authenticated by an authorized representative

Authorized Representative	Date 2/2/10
Authorized Representative	Date
Authorized Representative	Date

ACCEPTANCE OF APPOINTMENT

The Undersigned, William A. Powel, III, named herein as the

Statutory agent for, Summa Foundation

hereby acknowledges and accepts the appointment of statutory agent for said entity.

Signature: _____
(Statutory Agent)

039519, 000004, 103101202.2

American LegalNet, Inc.
www.FormsWorkflow.com

DOC ID ----> 201005700972

ADDITIONAL PROVISIONS
TO
INITIAL ARTICLES OF INCORPORATION
OF
SUMMA FOUNDATION

The following provisions are hereby part of the Initial Articles of Incorporation of Summa Foundation and are hereby incorporated therein by their reference.

THIRD: The Corporation is organized and shall be operated exclusively for educational, charitable and scientific purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code, as now in effect or as may hereafter be amended (and to the corresponding provisions of any laws subsequently enacted and all regulations issued under those Sections and provisions) (the "Code"), including without limitation, operating exclusively for the benefit of, to perform the functions of, or to carry out the purposes of Summa Health System, an Ohio nonprofit corporation, or its successor, and related entities, by conducting (i) fundraising, (ii) government affairs, (iii) advocacy, and (iv) other educational, charitable and scientific activities.

The Corporation is empowered to exercise all rights and powers conferred by the laws of the State of Ohio upon nonprofit corporations, including, but without limitation thereon, the right and power to receive gifts, bequests and contributions outright, in trust or in any other form; to collect dues; and to use, apply, invest and reinvest the principal and/or income therefrom or to distribute the same for the above purposes.

DOC ID ----> 201005700972

SIXTH: No part of the net earnings of the Corporation shall inure to the private or individual benefit of, or be distributable to, its directors, officers or other private individuals, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments, distributions or donations in furtherance of the purposes set forth in Article THIRD hereof. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such extent as would result in the loss of exemption under Section 501(c)(3) of the Code. No activity of the Corporation shall consist of participating in or intervening in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office. It is intended that this Corporation shall have and continue to have the status of a corporation which is exempt from federal income taxation under Section 501(a) of the Code as an organization described in Section 501(c)(3) thereof, and which is other than a private foundation by reason of being described in Paragraph (1), (2) or (3) of Section 509(a) of the Code. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization (a) exempt from federal income tax under Section 501(c)(3) of the Code; (b) contributions to which are deductible for federal income tax purposes under Section 170(c)(2) of the Code; (c) bequests to which are deductible for federal estate tax purposes under Section 2055(a)(2) of the Code; and (d) gifts to which are deductible for federal gift tax purposes under Section 2522(a)(2) of the Code. These Articles shall be construed accordingly, and all powers and activities hereunder shall be limited accordingly.

SEVENTH: Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the known liabilities of the Corporation, distribute all of the assets of the Corporation to the member, so long as it is

DOC ID ----> 201005700972

"qualified" to receive such assets as determined by the Board of Directors. If the member is not "qualified" to receive such assets, the assets shall be distributed exclusively for charitable, educational, scientific or religious purposes to such "qualified" organization or organizations as the Board of Directors shall determine. An organization shall be deemed to be a "qualified" organization for purposes of this Article SEVENTH only if at the time of the distribution of such assets it is operated exclusively for purposes described in Section 170(c)(2)(B) and is an organization described in Section 501(c)(3) of the Code. Any of such assets not so distributed shall be distributed by the court of common pleas of Summit County, exclusively for the aforesaid purposes of the Corporation, or to such qualified organization or organizations as said court shall determine.

EIGHTH: These Articles may be amended from time to time, or Amended Articles of Incorporation may be adopted, at a meeting of the member held for such purpose or, without a meeting, by the unanimous written consent of the member.

NINTH: Any reference in these Articles to a section of the Internal Revenue Code shall be interpreted to include a reference to the corresponding provisions of any applicable future United States internal revenue law.

TENTH: The member of the Corporation shall be Summa Health System, an Ohio nonprofit corporation, or its successor.