AMENDED AND RESTATED CERTIFICATE OF FORMATION
(WITH NEW AMENDMENTS)
OF
CREATE HEALTHY MANAGEMENT

Create Healthy Management, a Texas nonprofit corporation (the "Corporation"), by and through the undersigned authorized officer, adopts the following in accordance with Sections 3.057 through 3.059 of the Texas Business Organizations Code (the "TBOC"):

1. The name of the filing entity is Create Healthy Management, a Texas non-profit corporation.

2. The Corporation was formed as a nonprofit corporation on December 7, 1966 and issued file number 22997201 by the Secretary of State of the State of Texas (the "Secretary of State").

3. This document amends and restates the entire Certificate of Formation of the Corporation, referred to herein as the "Certificate of Formation," and as further amended as set forth herein.

4. The full text of each added or amended provision of the Certificate of Formation is contained in the Amended and Restated Certificate of Formation attached hereto as Exhibit A.

5. Each new amendment to the Certificate of Formation effected by this document has been made in accordance with the provisions of the TBOC. The amendments have been approved in the manner required by the TBOC and by the governing documents of the Corporation.

6. The Amended and Restated Certificate of Formation, which is attached to this document, accurately states the text of the Certificate of Formation and each amendment to the Certificate of Formation that is in effect, and as further amended by this document. The attached Amended and Restated Certificate of Formation does not contain any other change in the Certificate of Formation except for the information permitted to be omitted by the provisions of the TBOC applicable to the Corporation. The Certificate of Formation of the Corporation and all amendments and supplements thereto are hereby superseded by the Amended and Restated Certificate of Formation attached hereto.

7. This document becomes effective when the document is filed by the secretary of state.

[remainder of page intentionally left blank]

The undersigned affirms that the person designated as registered agent in the Amended and Restated Certificate of Formation has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the Corporation to execute this document.

Date: June 9, 2023.

CREATE HEALTHY MANAGEMENT,
a Texas nonprofit corporation

By: _____
Printed Name: Jenny Wieser
Its: Chairman

EXHIBIT A

AMENDED AND RESTATED CERTIFICATE OF FORMATION OF CREATE HEALTHY MANAGEMENT

ARTICLE I

The name of the Corporation is: Create Healthy Management (the "Corporation").

ARTICLE II

The Corporation is a nonprofit corporation.

ARTICLE III

The period of duration of the Corporation shall be perpetual.

ARTICLE IV

Section 4.1 The Corporation is organized and operated exclusively for religious, charitable, scientific, and education purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as subsequently amended (the "Code"). The Corporation is organized and shall be operated to carry on all or any of the following purposes: (a) to deliver and promote improved health care through the support of healthcare programs and facilities in its service area of Gillespie County and the surrounding communities; (b) to develop, maintain and make available healthcare education and other health resources in its service area; (c) to enhance access to healthcare, with particular concern for those least served; (d) to provide such services and programs free from discrimination on the basis of race, color, creed, national origin, or sex (including gender identity and sexual orientation); (e) to invest its assets to generate income to carry out its charitable purposes; (f) to undertake any other actions in furtherance of or incident to the above purposes; and (g) to take any other actions as may be permitted under the Texas Nonprofit Corporation Law and the Texas Business Organization Code to the extent as applicable, as now or hereafter in effect. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth below. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participation in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of the candidate for public office. Notwithstanding any other provision of this Certificate of Formation, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Code or (b) by a corporation, contribution to which are deductible under Section 170(c)(2) of the Code.

Section 4.2 Nothing contained in this Article shall be construed as limiting the powers conferred upon the Corporation by the Texas Business Organizations Code (the "Act"). The Corporation, in order to carry out its purposes, shall have all the powers set out in the Act.

ARTICLE V

The street address of the Corporation's registered agent is 200 West Windcrest, Fredericksburg, Texas 78624, and the name of the registered agent at such address is Jayne Pope.

ARTICLE VI

The Corporation shall have no members.

ARTICLE VII

Except as otherwise provided herein these and in the Bylaws of the Corporation, the day-to-day operation and financial management of the affairs of the Corporation shall be vested in a Board of Directors.

ARTICLE VIII

In the event of dissolution of the Corporation, all of the assets, after payment of corporate debts and legal liabilities and after the return of assets held on condition requiring return, transfer or conveyance in accordance with such requirements, shall be distributed to and for the use of such organization or organizations selected by the Board of Directors which at the time of dissolution are organized or operated exclusively for charitable, religious and/or educational purposes and which have established tax exempt status under Section 501(c)(3) of the Code. The provisions of this Article Eight are included herein in order to provide for the distribution of assets of the Corporation upon dissolution in substitution for the provisions of Section 22.304 of the Texas Business Organizations Code.

ARTICLE IX

The Board of Directors shall consist of not less than four (4) nor more than eleven (11) members. The Board of Directors shall have such voting rights, powers, and other rights as provided in the Bylaws of the Corporation. Procedures for increase and decrease in the number of Directors or varying or adding to the qualifications shall be as set forth in the Bylaws of the Corporation, but there shall never be less than three (3) Directors in number.

ARTICLE X

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any member, Director, officer or other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and goods delivered to the Corporation, to make payments and distributions m furtherance of the purposes set forth in Article IV hereof, and the Corporation may, to the extent permitted by federal and state law applicable to the Corporation as a result of its being exempt from federal or state taxation, make donations to other charitable organizations. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office

ARTICLE XI

The Corporation shall indemnify and advance expenses to any persons who are named in any lawsuits or other proceedings as a result of their service to the Corporation as Directors or officers to the fullest extent permitted by the Bylaws of the Corporation and the laws of the State of Texas as such laws may now or hereafter exist. Any repeal or amendment of this Article shall operate prospectively only and shall not adversely affect any right to receive indemnification which then exists as a result hereof.

ARTICLE XII

A Director shall not be liable to the Corporation for monetary damages for an act or omission in the Director's capacity as a Director, except to the extent otherwise required by the statutes of the State of Texas and except as may be set forth in the Corporation's Bylaws. If any statute of the State of Texas hereafter is amended to authorize the further elimination or limitation of the liability of Directors of the Corporation, then the liability of a Director of the Corporation shall be limited to the fullest extent permitted by the statutes of the State of Texas, as so amended, and such elimination or limitation of liability shall be in addition to, and not in lieu of, the limitation on the liability of a Director of the Corporation provided by the foregoing provisions of this Article XII. Any repeal of or amendment to this Article XII shall be prospective only and shall not adversely affect any limitation on the liability of a Director of the Corporation existing at the time of such repeal or amendment.

ARTICLE XIII

The power to alter, amend or repeal these Articles shall be vested in the Board of Directors of the Corporation, in the manner set forth in the Bylaws.

ARTICLE IV

This document becomes effective when the document is filed by the secretary of state.

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, the undersigned has executed this Amended and Restated Certificate of Formation this 9 day of June 2023.

CREATE HEALTHY MANAGEMENT,
a Texas nonprofit corporation

By: _____
Printed Name: Jenny Wieser
Its: Chairman