

**ARTICLES OF INCORPORATION
OF
SACVALLEY MEDSHARE**

**ARTICLE ONE
NAME**

The name of this corporation is SacValley MedShare.

**ARTICLE TWO
PURPOSES**

This corporation is a nonprofit public. benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for charitable purposes. The specific purpose for which this corporation is organized is to establish and maintain a comprehensive system of health information exchange to promote and improve the general health of all persons within the core counties of the Sacramento Valley region of California and other nearby counties by, inter alia, improving the delivery of health care services, promoting health-care related research and the adoption of best clinical practices, and improving public health surveillance and reporting.

**ARTICLE THREE
AGENT FOR SERVICE OF PROCESS**

The name and address in the State of California of this corporation's initial agent for service of process is Suzanne Ness, 1215 K Street, Suite 730, Sacramento, CA 95814.

**ARTICLE FOUR
ADDRESS**

The initial street address and mailing address of the Corporation is 1531 Esplanade, Chico, CA 95973.

**ARTICLE FIVE
CHARITABLE PURPOSES**

(a) This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code and Section 214 of the California Revenue and Taxation Code.

(b) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

(c) The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of the organization shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person.

(d) Upon the dissolution or winding up of this corporation, its assets remaining after payment of, or provision for payment, of all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code and Section 214 of the California Revenue and Taxation Code.

(e) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

February 22, 2013

Suzanne Ness, Incorporator