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CERTIFICATE OF CORPORATE RECORDS

DAUGHTERS OF CHARITY OF ST. VINCENT DE PAUL OF INDIANA, INC.

I, ROBIN CARNAHAN, Secretary of the State of the State of Missouri and Keeper of the Great Seal thereof, do hereby certify that the annexed pages contain a full, true and complete copy of the original documents on file and of record in this office for which certification has been requested.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 1st day of October, 2012

Robin Carnahan

Secretary of State

Certification Number: 14959689-1 Reference:
Verify this certificate online at https://www.sos.mo.gov/businessentity/soskb/verify.asp

File Number:
N01098054
Date Filed: 06/24/2011
Effective Date: 07/01/2011
Robin Carnahan
Secretary of State

ARTICLES OF MERGER OF
DAUGHTERS OF CHARITY OF ST. VINCENT DE PAUL OF I
AN INDIANA NONPROFIT CORPORATION,
INTO
DAUGHTERS OF CHARITY MINISTRIES,
A MISSOURI NONPROFIT CORPORATION

In accordance with the requirements of the laws of the states of Indiana and Missouri, the undersigned corporations, desiring to effect a statutory merger, set forth the following facts and, in consideration of the premises and the mutual covenants herein contained, agree as follows:

ARTICLE I
Surviving Corporation

The corporation surviving the merger is Daughters of Charity Ministries, a Missouri nonprofit corporation that was incorporated on November 8, 2010. This corporation is hereinafter referred to as the "Surviving Corporation."

ARTICLE II
Merging Corporation

The name of the corporation proposing to merge with and into the Surviving Corporation is Daughters of Charity of St. Vincent de Paul of Indiana, Inc., an Indiana nonprofit corporation that was incorporated on May 28, 1971 and which has its principal office in Vanderburgh County, Indiana. This corporation shall be hereinafter referred to as the "Merging Corporation."

ARTICLE III
Plan of Merger

The Plan of Merger, containing the information required under the law of the states of Indiana and Missouri is set forth as Exhibit A, attached hereto and made a part hereof (the "Plan of Merger").

State of Missouri
Merger - NonProfit 7 Page(s)

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ARTICLE IV
Manner of Approval

A. Generally. The terms and conditions of the transaction set forth in the Plan of Merger were advised, authorized, and approved by the Surviving Corporation and the Merging Corporation in the manner and by the vote required by the charter of each and the laws of the place where each is organized.

B. Approval by Surviving Corporation. The Board of Directors of the Surviving Corporation voted unanimously to approve the Plan of Merger. There are no members of the Surviving Corporation. The Surviving Corporation's manner of authorization and adoption of the Plan of Merger constitutes full legal compliance with the provisions of the laws of the State of Missouri and of the Articles of Incorporation of the Surviving Corporation.

C. Approval by Merging Corporation. The Board of Directors of the Merging Corporation voted unanimously to approve the Plan of Merger by Written Consent dated May 18, 2011. The Merging Corporation has six members, all of whom are in the same membership class. The members of the Merging Corporation approved the Plan of Merger unanimously by Written Consent dated May 18, 2011.

ARTICLE V
Effective Time of the Merger

The merger shall become effective on the later of: (i) 12:03 a.m. on July 1, 2011; (ii) the date these Articles of Merger are filed with the office of the Indiana Secretary of State; or (iii) the date these Articles of Merger are filed with the office of the Missouri Secretary of State.

ARTICLE VI
Counterparts

This document may be executed in counterparts, each of which shall be deemed an original but all of which shall together constitute the same instrument.

(Signature page follows)

IN WITNESS WHEREOF, the Surviving Corporation and the Merging Corporation have caused these Articles of Merger to be signed by a duly authorized officer acting for and on behalf of each such corporation and the officer of each such corporation verifies and affirms, subject to the penalties of perjury, that the facts contained herein are true.

Executed as of the date first above written.

"SURVIVING CORPORATION"

DAUGHTERS OF CHARITY MINISTRIES

Signed and acknowledged

By: Sister Theresa Peck
SR THERESA PECK, President

Attest: Sr. Mary Ann Hartman
Sr. Mary Ann Hartman Secretary

"MERGING CORPORATION"

DAUGHTERS OF CHARITY OF ST. VINCENT DE PAUL OF INDIANA, INC.

Signed and acknowledged

By: Sr. Honora Reyes DC
Sr Honora Reyes, President

Attest: S. Maureen Schmelzried DC
Sr. Maureen Schmelzried Secretary

1055388v1

EXHIBIT A

PLAN OF MERGER

PLAN OF MERGER OF

DAUGHTERS OF CHARITY OF ST. VINCENT DE PAUL OF INDIANA, INC.,

AN INDIANA NONPROFIT CORPORATION,

INTO

DAUGHTERS OF CHARITY MINISTRIES, A MISSOURI NONPROFIT CORPORATION

This Plan of Merger is effective the 1st day of July, 2011 by and between Daughters of Charity Ministries, a Missouri nonprofit corporation (the "Surviving Corporation"), and Daughters of Charity of St. Vincent de Paul of Indiana, Inc., an Indiana nonprofit corporation (the "Merging Corporation").

ARTICLE I

Parties to the Merger

Section 1.1. The Merging Corporation. The name of the Indiana nonprofit corporation proposing to merge with and into the Surviving Corporation is Daughters of Charity of St. Vincent de Paul of Indiana, Inc.

Section 1.2. The Surviving Corporation. The name of the Missouri nonprofit corporation into which the Merging Corporation proposes to merge is Daughters of Charity Ministries.

ARTICLE II

Terms and Conditions of the Planned Merger

Section 2.1. General. Upon the Effective Time of the Merger (as hereinafter defined): (a) the Merging Corporation shall merge into the Surviving Corporation, which shall survive the merger and continue to be a Missouri corporation; (b) the separate existence of the Merging Corporation shall cease; and (c) the name of the Surviving Corporation shall continue to be Daughters of Charity Ministries.

Section 2.2. Effective Time of the Merger. The "Effective Time of the Merger" shall be the later of: (i) 12:03 a.m. on July 1, 2011; or (ii) the later of (x) the date Articles of Merger relating to the merger are filed with the office of the Secretary of State of Indiana or (y) the date such Articles of Merger are filed with the office of the Secretary of State of Missouri.

Section 2.3. Attributes and Liabilities of Surviving Corporation. Upon the Effective Time of the Merger, the Surviving Corporation shall possess all of the rights, privileges, immunities, powers, and franchises, of a public as well as of a private nature, of the present Surviving Corporation and of the Merging Corporation, and all property (real, personal, and mixed) and all debts due on whatever account, and all other choses in action, and all and every other interest, of or

belonging to the Merging Corporation or the Surviving Corporation shall be taken and deemed to be transferred to and vested in the Surviving Corporation without further act or deed; and the title to any real estate or interest therein vested by deed or otherwise in the Merging Corporation or the Surviving Corporation shall not revert or be in any way impaired by reason of such merger, but shall vest in the Surviving Corporation. At such time, the Surviving Corporation shall also thereupon and thenceforth be responsible and liable for all of the liabilities and obligations of the Merging Corporation and the Surviving Corporation, in the same manner and to the same extent as if the Surviving Corporation had itself incurred the same or contracted thereof; and any claim existing or action or proceeding pending by or against the Merging Corporation or the Surviving Corporation may be prosecuted to judgment as if such merger had not taken place, or the Surviving Corporation may be substituted for the Merging Corporation. Neither the right of creditors nor any liens upon the property of the Merging Corporation or the Surviving Corporation shall be impaired by such merger, but such liens shall be limited to the property upon which they were liens immediately before the Effective Time of the Merger except as otherwise expressly provided in the instrument creating such liens.

Section 2.4. Governing Documents of Surviving Corporation. Upon the Effective Time of the Merger, the Articles of Incorporation and the Bylaws of the Surviving Corporation will be immediately in effect.

Section 2.5. Directors and Officers of Surviving Corporation. The directors and officers of the Surviving Corporation shall remain in office for the remainder of their respective terms of office and until their successors shall have been elected and qualified.

ARTICLE III

Memberships

Section 3.1. Membership of the Merging Corporation. The membership of the Merging Corporation consists of one class with six members, all of whom have voting rights.

Section 3.2. Membership Termination. Upon the Effective Time of the Merger, each membership of the Merging Corporation immediately before the Effective Time of the Merger shall automatically and by operation of law be extinguished and each member of the Merging Corporation shall have no membership in the Surviving Corporation.

ARTICLE IV

Counterparts

Section 4.1. Counterparts. This document may be executed in counterparts, each of which shall be deemed an original but all of which shall together constitute the same instrument.

[Signature page follows]

IN WITNESS WHEREOF, the parties have executed this Plan of Merger effective as of the date first above written.

"SURVIVING CORPORATION"

DAUGHTERS OF CHARITY MINISTRIES

By: Sister Theresa Peck
SR THERESA PECK

Attest: Sr. Mary Ann Hartman
Sr. Mary Ann Hartman Secretary

"MERGING CORPORATION"

DAUGHTERS OF CHARITY OF ST. VINCENT DE PAUL OF INDIANA, INC.

By: Sr. Honora Remes, DC
Sr Honora Remes, President

Attest: Sr. Maureen Schmalzried
Sr. Maureen Schmalzried Secretary

1055175v1

STATE OF MISSOURI

Robin Carnahan
Secretary of State

CERTIFICATE OF MERGER
MISSOURI ENTITY SURVIVING

WHEREAS, Articles of Merger of the following entities:

DAUGHTERS OF CHARITY OF ST. VINCENT DE PAUL, NORTHEAST PROVINCE, INC. – A New York corporation not qualified

INTO:

Daughters of Charity Ministries – N01098054

Organized and existing under laws of Missouri and New York have been received, found to conform to law, and filed.

NOW, THEREOF, I, ROBIN CARNAHAN, Secretary of State of the State of Missouri, issue this Certificate of Merger, certifying that the merger of the aforenamed entities is effected, with

Daughters of Charity Ministries – N01098054

as the surviving entity.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 24th day of June, 2011.

Effective Date: July 1, 2011

Secretary of State

SOS #30 (01-2005)

N01098054

CERTIFICATE OF CORPORATE RECORDS

DAUGHTERS OF CHARITY MINISTRIES, INC.

I, ROBIN CARNAHAN, Secretary of the State of the State of Missouri and Keeper of the Great Seal thereof, do hereby certify that the annexed pages contain a full, true and complete copy of the original documents on file and of record in this office for which certification has been requested.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 1st day of October, 2012

Robin Carnahan

Secretary of State

Certification Number: 14958134-1 Reference:
Verify this certificate online at https://www.sos.mo.gov/businessentity/soskb/verify.asp

State of Missouri

Robin Carnahan, Secretary of State

Corporations Division
PO Box 778 / 600 W. Main St., Rm. 322
Jefferson City, MO 65102

File Number:
N01098054
Date Filed: 10/12/2011
Robin Carnahan
Secretary of State

Articles of Amendment for a Nonprofit Corporation

(Submit with filing fee of $10.00)

The undersigned corporation, for the purpose of amending its articles of incorporation, hereby executes the following articles of amendment:

1. The name of corporation is: Daughters of Charity Ministries (*Name*) N01098054 (*Charter Number*)

2. The amendment was adopted on October 7, 2011 (*month/day/year*) and changed article(s) 1, Section 1.1 to state as follows:

   The name of the Corporation shall be Daughters of Charity Ministries, Inc.

3. If approval of members was not required, and the amendment(s) was approved by a sufficient vote of the board of directors or incorporators, check here and skip to number (5): ☐

4. If approval by members was required, check here and provide the following information: ☒
   A. Number of memberships outstanding: 1
   B. Complete either C or D:
   C. Number of votes for and against the amendments(s) by class was:

Class	Number entitled to vote	Number voting for	Number voting against
____	_____	_____	_____
____	_____	_____	_____
____	_____	_____	_____

   D. Number of undisputed votes cast for the amendment(s) was sufficient for approval, and was:

Class:	Number Voting undisputed:
____	1
____	_____
____	_____

   The number of votes cast in favor of the amendment(s) by each class was sufficient for approval by that class.

5. If approval of the amendment(s) by some person(s) other than the members, the board or the incorporators was required pursuant to section 355.606, check here to indicate that approval was obtained: ☐

In Affirmation thereof, the facts stated above are true and correct:
(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.040, RSMo)

Sister Jane Graves, DC — *Authorized signature of officer or chairman of the board*
Sister Jane Graves — *Printed Name*
Secretary/Treasurer — *Title*
10-7-11 — *Date*

Name and address to return filed document:

Name: Megan E Herring

Address: One American Square, Suite 2000, Box 82064

City, State, and Zip Code: Indianapolis, Indiana 46282

State of Missouri
Amend/Restate - NonProfit 1 Page(s)

T1128651115

State of Missouri

Robin Carnahan
Secretary of State

CERTIFICATE OF AMENDMENT
OF A
MISSOURI NONPROFIT CORPORATION

WHEREAS,

Daughters of Charity Ministries, Inc.
N01098054

Formerly,

Daughters of Charity Ministries

a corporation organized under The Missouri Nonprofit Corporation Law has delivered to me its Articles of Amendment of its Articles of Incorporation and has in all respects complied with the requirements of law governing the Amendment of Articles of Incorporation under The Missouri Nonprofit Corporation Law, and that the Articles of Incorporation of said corporation are amended in accordance therewith.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 12th day of October, 2011.

Secretary of State