



**ARTICLES OF INCORPORATION  
OF  
NORTHBAY HEALTH MEDICAL FOUNDATION**

For Office Use Only

**-FILED-**

File No.: 6437305

Date Filed: 10/22/2024

**ARTICLE I**

The name of this Corporation is NORTHBAY HEALTH MEDICAL FOUNDATION .

**ARTICLE II**

A. 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.

B. The specific purpose for which this Corporation is organized is as follows: The primary purpose of the Corporation is to provide health care services, which may include hospital and physician services, and to operate any facilities and/or assets necessary to improve the health care status of the public. The Corporation shall at all times strive for excellence and efficiency in its delivery of health care services and education, and shall assist all affiliated organizations in the same.

**ARTICLE III**

The initial street address of this corporation is 4500 Business Center Drive, Fairfield, CA 94534.

**ARTICLE IV**

The name and address in the State of California of this Corporation's initial agent for service of process is: B. Konard Jones, 4500 Business Center Drive, Fairfield, CA 94534.

**ARTICLE V**

This Corporation shall have such memberships as are set forth in the Bylaws. All powers, rights and obligations of any such membership shall be set-out in the Bylaws.

**ARTICLE VI**

A. This Corporation is organized and operated exclusively for the purposes set forth in Article II.B hereof within the meaning of Section 501(c)(3) of the Internal Revenue Code.

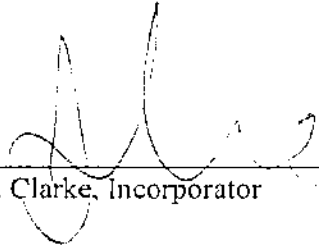
B. No substantial part of the activities of this Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of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

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

**ARTICLE VII**

The property of this Corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this Corporation shall be distributed to NorthBay Healthcare Corporation, or if that organization cannot accept such property, to a nonprofit, public benefit corporation or foundation, 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. Any distribution upon winding up or dissolution shall be in accordance with all federal, state and local laws applicable to such winding up or dissolution.

Date: October 22, 2024

  
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Jim Clarke, Incorporator