

AMENDED AND RESTATED ARTICLES OF INCORPORATION
(Restated November13, 2020)

BETHESDA LUTHERAN COMMUNITIES, INC.

The following Amended and Restated Articles of Incorporation of Bethesda Lutheran Communities, Inc., duly adopted pursuant to the provisions and authority of Chapter 181 of the Wisconsin Statutes, supersede and take the place of the existing Articles of Incorporation and any amendments thereto.

ARTICLE 1 - NAME

Name of the corporation: Bethesda Lutheran Communities, Inc.

ARTICLE 2 - ORGANIZATION

The corporation is organized under Ch. 181 of the Wisconsin Statutes.

ARTICLE 3 - REGISTERED AGENT NAME

Name of the registered agent: Corporation Service Company.

ARTICLE 4 - REGISTERED AGENT ADDRESS

Street address of the registered agent: 8040 Excelsior Drive, Suite 400, Madison, WI 53717.

ARTICLE 5 - PRINCIPAL OFFICE ADDRESS

Mailing address of the principal office: 600 Hoffmann Dr., Watertown, WI 53094.

ARTICLE 6 - MEMBERSHIP

The corporation will not have members.

ARTICLE 7 - PURPOSE

Bethesda Lutheran Communities, Inc. is a charitable corporation formed for the purpose of supporting persons with intellectual and developmental disabilities as a Christian mercy mission based upon Christian love, example and good works.

ARTICLE 8 - NUMBER OF DIRECTORS

The number of directors may be fixed by bylaw but shall not be less than the minimum number of directors required by Wisconsin law.

ARTICLE 9 - OTHER PROVISIONS

This corporation may acquire, own, hold, and dispose of real estate, buildings, and personal property for the purpose of its creation and business, and for such purpose may mortgage, sell, lease, or convey the same.

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 or officer thereof or to the benefit of any private person.

The corporation may make a payment or other distribution to a nonprofit corporation, provided the payment or distribution is in accordance with the stated purpose of the corporation and is permitted under Wis. Stat. 181.1302(3), as amended.

In the event of dissolution of this corporation, it shall follow the procedures prescribed in the Statutes of the State of Wisconsin for nonstock corporations.

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 a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes, which is engaged in activities similar to and in agreement with the purpose of the corporation as described in Article 7, and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code.

ARTICLE 10 - AMENDMENT

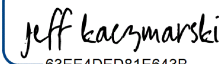
These articles may be amended in the manner authorized by law at the time of amendment.

**BETHESDA LUTHERAN COMMUNITIES, INC.
CERTIFICATE**

This Certificate is provided pursuant to Section 181.1006 of the Wisconsin Statutes, in connection with the Amended and Restated Articles of Incorporation of Bethesda Lutheran Communities, Inc. (the "Amended and Restated Articles of Incorporation").

- (a) The Amended and Restated Articles of Incorporation contain an amendment to the Corporation's articles of incorporation requiring Board of Directors approval.
- (b) The information required by Section 181.1006 of the Wisconsin Business Corporation Law is as follows:
 - (1) The text of the amendment requiring Board of Directors approval is set forth in Article 7 of the Amended and Restated Articles of Incorporation.
 - (2) The amendment requiring Board of Directors approval was adopted, effective November 13, 2020, in accordance with Section 181.1003 of the Wisconsin Business Corporation Law.

BETHESDA LUTHERAN COMMUNITIES, INC.

DocuSigned by:

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Jeffrey A. Kaczmariski, Executive Vice President

This document was drafted by and
Upon filing should be returned to:

Chad Azzaline
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411 East Wisconsin Avenue
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Milwaukee, WI 53202
Telephone: (414) 287-1244



For Office



State of Wisconsin
Department of Financial Institutions

Endorsement

RESTATED ARTICLES OF INCORPORATION - Ch. 181

BETHESDA LUTHERAN COMMUNITIES, INC.

Received Date: 11/16/2020

Filed Date: 11/17/2020

Filing Fee: \$25.00

Expedited Fee: \$25.00

Total Fee: \$50.00

Entity ID#: 6B14572

Amends Purposes

OOS# 202011165610514