# ARTICLES OF AMENDMENT

## TO THE

## ARTICLES OF INCORPORATION

#### OF

## WASHINGTON DENTAL SERVICE

The undersigned certifies that:

- 1. He is the President and Chief Executive Officer of Washington Dental Service, a nonprofit corporation organized and existing under the provisions of the Washington Nonprofit Corporation Act (Chapter 24.03 of the Revised Code of Washington) (the "Corporation").
- 2. The Corporation's Articles of Incorporation have been amended so that Article VI will now read in its entirety as follows:

## **ARTICLE VI**

#### **BYLAWS**

The Bylaws of the corporation may contain any provision for the regulation and management of the corporation's affairs not inconsistent with applicable corporate law or these Articles of Incorporation, as amended, and shall provide for the exclusive manner in which said Bylaws may be amended or repealed, including required approvals by various constituencies of the corporation. None of the approval requirements set forth in the Bylaws shall be deemed to be either an improper delegation of authority by the Board of Directors, or the formation of an illegal committee of the Board of Directors under RCW 24.03.115 or any successor provision. Neither the Board of Directors nor the Members of the corporation shall have any authority or right to amend or repeal the Bylaws except as set forth in the Bylaws.

- 3. The foregoing amendment of the Articles of Incorporation was duly and unanimously approved by the Board of Directors of the corporation on September 11, 2020, and was approved by the requisite two-thirds of all of the corporation's members at a meeting at which a quorum was present held on November 13, 2020.
- 4. These Articles of Amendment shall be effective upon their filing with the Secretary of State of the State of Washington.

## WASHINGTON DENTAL SERVICE

Mark D. Mitchke, President and Chief
Executive Officer