

**DESTINATION MEDICAL CENTER CORPORATION**

**RESOLUTION NO. 13-2014**

**Approving Amended and Restated Articles of Incorporation  
and Authorizing Transmittal to City of Rochester**

The following Resolution was offered by Tina Smith, seconded by James R. Campbell:

**NOW, THEREFORE, BE IT RESOLVED**, by the Destination Medical Center Corporation Board of Directors that the Amended and Restated Articles of Incorporation are approved.

**BE IT FURTHER RESOLVED** that the DMCC Chair and Treasurer are authorized to submit the Amended and Restated Articles of Incorporation to the City of Rochester for its approval, and to take whatever steps may be necessary or appropriate to effectuate the Amended and Restated Articles of Incorporation.

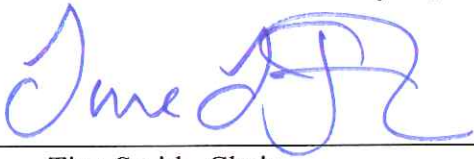
**BE IT FURTHER RESOLVED** that the DMCC Board requests concurrence and implementation of the Amended and Restated Articles of Incorporation by the City of Rochester.

The question was on the adoption of the Resolution and there were 7 YEAS and 0 NAYS, as follows:

BOARD OF DIRECTORS  
Destination Medical Center Corporation

	<u>YEA</u>	<u>NAY</u>	<u>OTHER</u>
James V. Bier	<u>X</u>	_____	_____
Ardell F. Brede	<u>X</u>	_____	_____
James R. Campbell	<u>X</u>	_____	_____
Ed Hruska	<u>X</u>	_____	_____
William George	_____	_____	_____
Susan Park Rani	<u>X</u>	_____	_____
R. T. Rybak	<u>X</u>	_____	_____
Tina Smith	<u>X</u>	_____	_____

RESOLUTION ADOPTED ON February 19, 2014.

ATTEST:   
Tina Smith, Chair  
Destination Medical Center Corporation