



Michigan Department of Commerce

Lansing, Michigan

This is to Certify That Articles of Incorporation of

CRITTENTON CORPORATION

were duly filed in this office on the 1st day of July, 19 83,
in conformity with Act 162, Public Acts of 1982.

*In testimony whereof, I have hereunto set my
hand and affixed the Seal of the Department,
in the City of Lansing, this 1st day
of July, 19 83*

Ralph J. Munro Director

Make a copy of the tax returns and keep it in your Corporate Records Book

If gross receipts are under \$25,000, a non-profit needs to file every 10 years. If the income tax returns are not filed in that 10th year, your nonprofit status can be lost, on both the State and Federal level. In 10 years, officers change, the mailing address for the association has usually changed, new board members are not aware of the requirement of filing every 10 years and the old board will not remember to tell new members, etc. There is no filing fee, so it is better to get in the habit of filing every year.

If gross receipts are \$25,000 or more and an income tax return was not filed, you will be required to file a return for that fiscal year, and there will be penalties and fines, with interest, for not filing. If there are 1 or more years in between the year that your receipts totaled \$25,000 or more, you will have to file tax returns for each of those years, and possibly pay penalties and fines for those years as well. IRS will have you average the last 3 years gross receipts, and it may be possible that there would not be any penalties for not filing, if the 3 years average under \$25,000.

When you change your bylaws, you must include this change in your tax return for both State and Federal returns. You have changed your "organizing or governing documents" and this must be noted.

On the 1999 IRS Form 990-EZ, Part V, line 34, and on the 1999 FTB Form 199, line 15, it asks this question. If the answer is yes, a copy of the change must be filed with your income tax returns.

Changing the Articles of Incorporation and the Bylaws

If your association is a member association, your members must approve any changes to the Articles of Incorporation and to the Bylaws. Members must be notified, in writing, 30 days in advance of the meeting. The correct method would be to write out the section to be changed and directly below this, write out the section with the change. This allows the member to see both the old and the proposed new version.

At the meeting, a formal motion must be made and seconded, and after discussion, receive a majority approval when the vote is called.

2. Articles of Incorporation. After receiving approval from the members at the meeting, you must file this change with the **Secretary of State** first (for a fee). It is wise to send in a minimum of 3 copies to the Secretary.

If the Secretary of State approves the change, they will keep one copy and send back the other 2 copies with their stamp of approval on both.

File one of the certified copies in your Corporate Book. If you choose, the Secretary can have one certified copy to keep with the minutes (if so, make an extra copy to send to the Secretary of State), or just a copy of the changes approved.

You must then file this change with the Internal Revenue Service for approval, including one of the copies of the certified changes.

Then the changes must be recorded on your next tax return.

PART III

AUDIT OR REVIEW REQUIREMENT

If you filed either the IRS Form 990 or 990-PF, complete the following schedule to determine if either audited or reviewed financial statements are necessary. You do not need to complete this section if you are eligible to use IRS Form 990-EZ or if you are already submitting an audit. Use amounts from Part I of the application. A reconciliation must be attached to explain any differences between the financial statements and your IRS form.

a.	Total support (line 5)				
b.	Restricted grants from foundations (line 1a-attach schedule)	0	00		0 1.00
c.	Government grants (line 3)				
d.	Add lines b & c	0	00		
e.	Subtract line d from line a				0 1.00
					0 1.00

If line e is greater than \$250,000, you must provide financial statements audited by an independent certified public accountant. If line e is greater than \$100,000, but not greater than \$250,000, either reviewed or audited financial statements are required.

PART IV

GENERAL INFORMATION

1. You must designate a resident agent in Michigan. Provide name and physical address (not PO Box).
Name _____
Address _____

2. a. Describe all methods of solicitation.
Letter, Phone, Newsletters, Brochures, Internet
Personal approach
b. Attach samples.

3. For renewal applications only. If the answer to any of the following is yes, attach a detailed explanation. All questions relate to the period since the filing of the organization's last application.

- a. Has there been any change in the organization's tax status with the Internal Revenue Service? Yes No
- b. Has there been a significant change in the purposes of the organization?
- c. Has the organization's right to solicit funds been denied, suspended, revoked, or enjoined by any state agency or by any court, or are proceedings pending?
- d. For entities filing on behalf of Michigan chapters, have there been any additions to, or deletions from, the subsidiaries included within your license?

PART V

CERTIFICATION

Under penalties of perjury, I certify that I am authorized to sign this document for the organization and that to the best of my knowledge and belief the information provided, including all attachments, is true, correct, and complete. Original signature required, no photocopies will be accepted.

Signature: _____
Print Name: _____ Title _____ Date _____

REMINDER: You must attach a fully completed copy of the appropriate IRS form in order for the application to be processed. A listing of your board of directors names and addresses must be attached to the 990 or the application.
THIS IS A PUBLIC RECORD, COPIES OF WHICH ARE SENT, UPON REQUEST, TO ANY INTERESTED PERSON.

Return Completed Application To: ATTORNEY GENERAL
CHARITABLE TRUST SECTION
PO BOX 30214
LANSING MI 48909

**MICHIGAN DEPARTMENT OF CONSUMER & INDUSTRY SERVICES
BUREAU OF COMMERCIAL SERVICES**

Date Received

(FOR BUREAU USE ONLY)

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

Name

Kathrin E. Kudner

Address

Dykema Gossett PLLC
400 Renaissance Center

City

Detroit

State

Michigan

Zip Code

48243-1668

EFFECTIVE DATE:

- Document will be returned to the name and address you enter above.
If left blank document will be mailed to the registered office.

RESTATED ARTICLES OF INCORPORATION

For use by Domestic Nonprofit Corporations
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 162, Public Acts of 1982, the undersigned corporation executes the following Restated Articles:

1. The present name of the corporation is:
Crittenton Corporation

2. The identification number assigned by the Bureau is:

893-032

3. All former names of the corporation are:

4. The date of filing the original Articles of Incorporation was: July 1, 1983

The following Restated Articles of Incorporation supersede the Articles of Incorporation as amended and shall be the Articles of Incorporation for the corporation:

ARTICLE I

The name of the corporation is:

Crittenton Hospital Medical Center Foundation

ARTICLE II

The purpose or purposes for which the corporation is organized are:

See Exhibit A

501(c) (3) of the Internal Revenue Code of 1954 (or comparable provisions of subsequent legislation) not inconsistent with these Articles of Incorporation, or with the laws of the State of Michigan; in addition to, and not in limitation of, all powers express or implied, now or hereafter conferred upon boards of trustees of non-profit corporations, and in addition to the powers mentioned in and implied from Article II, the Board of Trustees of the corporation shall have the power to borrow or raise money for corporate purposes, to issue bonds, notes, or other obligations, to secure such obligations by mortgage, security interest or other lien upon any or all of the property of the corporation, whether at the time owned or thereafter acquired, and to guarantee the debt of any affiliated or subsidiary corporation or other entity, whenever the same shall be in the best interests of the corporation and in furtherance of its purposes.

ARTICLE VII

A. The corporation shall be operated exclusively for charitable, scientific and educational purposes as a non-profit corporation. No trustee of the corporation shall have any title to or interest in the corporate property or earnings in his or her individual or private capacity and no part of the net earnings of the corporation shall inure to the benefit of any private individual. No substantial part of the activities of the corporation shall consist of carrying on propaganda,

Internal Revenue Code of 1954, or comparable provisions of subsequent legislation.

E. To make gifts and grants to other organizations which are exempt from tax under Section 501(c)(3) of the Internal Revenue Code of 1954, or comparable provisions of subsequent legislation, established to promote the health of the community or for other charitable, educational or scientific purposes.

F. To acquire, to own, to dispose of, and to deal with real and personal property and interests therein, and to apply gifts, grants, bequests and devises, and the proceeds thereof in furtherance of the purposes of the corporation.

G. To do such things and to perform such acts to accomplish its purposes as are not forbidden by Section 501(c)(3) of the Internal Revenue Code of 1954, or comparable provisions of subsequent legislation, with all the powers conferred on non-profit corporations by the laws of the State of Michigan.

ARTICLE III

The corporation is organized on a non-stock basis.

The assets which the corporation possesses are:

Real Property: None

Personal Property: None

MICHIGAN DEPARTMENT OF COMMERCE — CORPORATION AND SECURITIES BUREAU		
EFFECTIVE DATE if different than date of filing:	FILED JUL 1 - 1983 Administrator MICHIGAN DEPARTMENT OF COMMERCE Corporation & Securities Bureau	Date Received
		MAY 12 1983
Corporation Number	893-032	

ARTICLES OF INCORPORATION
OF
CRITTENTON CORPORATION
(A Non-Profit Corporation)

These Articles of Incorporation are signed by the incorporator for the purpose of forming a non-profit corporation pursuant to the provisions of Act 162, Public Acts of 1982, as follows:

ARTICLE I

The name of the corporation is CRITTENTON CORPORATION. ✓

ARTICLE II

The purposes of the corporation are as follows:

A. To establish and maintain, either directly, through subsidiary organizations, or in cooperation with other organizations, such facilities and services for the care of persons suffering from illness, injury or disability, the elderly, the indigent, and unmarried mothers and their children, and for the preservation of health as the Board of Trustees may determine including, without limitation:

1. One or more hospitals for the care of persons suffering from illness, injury and disability which require

Home/Reporting

Document List

New Search

BCS/COR 2000 (05/11)

DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
NONPROFIT CORPORATION INFORMATION UPDATE



2011

Due October 1, 2011 File Online at www.michigan.gov/fileonline

Identification Number 893032	Corporation name CRITTENTON HOSPITAL MEDICAL CENTER FOUNDATION
Resident agent name and mailing address of the registered office LYNN C. ORFGEN 1101 W. UNIVERSITY DR. ROCHESTER MI 48307	
The address of the registered office 1101 W. UNIVERSITY DR. ROCHESTER MI 48307	

FILED
OCT 27 2011

RECEIVED
AUG 29 2011

by Department
Bureau of Commercial Services

\$20 Dept. of LEG

I certify that the board consists of 3 or more directors, and further certify that all directors' names and addresses are previously filed with the Department, and that no changes have occurred in required information since the last filed report.
If you checked the box, proceed to item 6.

1. Mailing address of registered office in Michigan (may be a P.O. Box)	2. Resident Agent
3. The address of the registered office in Michigan (a P.O. Box may not be designated as the address of the registered office)	
4. Describe the purpose and activities of the corporation during the year covered by this report.	

	NAME	BUSINESS OR RESIDENCE ADDRESS
If different than President	President (Required)	
	Secretary (Required)	
	Treasurer (Required)	
	Vice President	
Required 3 or more directors (3 different individuals)	Director (Required)	
	Director (Required)	
	Director (Required)	

6. Report due October 1, 2011.
Filing fee \$20.00.

If report is certifying no changes occurred, it must be signed by the chairperson or vice chairperson of the board or the president or vice-president.

Please make your check or money order payable to the State of Michigan. Include payment with completed report in the same envelope.
Return to: Department of Licensing and Regulatory Affairs
Bureau of Commercial Services, Corporation Division
P.O. Box 30767
Lansing, MI 48909
(517) 241-6470

Signature of authorized officer or agent <i>[Signature]</i>	Title PRES / CEO	Date 8-23-11	Phone (Optional) 248-652-8000
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If more space is needed additional pages may be included. Do not staple anything to report. This report is required by Section 911, Act 162, Public Acts of 1992, as