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Michael G. Adams Kentucky Secretary of State	
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HEALTHCARE ESSENTIALS FOUNDATION

A Kentucky Non-profit Corporation

RESTATED ARTICLES OF INCORPORATION

ARTICLE I NAME

1.01 Name

The name of this corporation shall be HEALTHCARE ESSENTIALS FOUNDATION, INC. The business of the corporation may be conducted as Healthcare Essentials Foundation, Inc. or the HETI Foundation.

ARTICLE II DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III PURPOSE

3.01 Purpose

HEALTHCARE ESSENTIALS FOUNDATION, INC., also referred to as the HETI Foundation, is a non-profit corporation and shall operate exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. The primary purpose that Healthcare Essentials Foundation was founded is to provide services and resources to individuals seeking educational training in the healthcare industry.

Healthcare Essentials Foundation, Inc. is dedicated to empowering aspiring healthcare professionals and addressing critical workforce gaps within the community. Through scholarships, mentorship programming and provision of essential educational resources, the Foundation aims to reduce financial barriers and foster success in healthcare education of students and professionals within disadvantaged and/or underserved populations within Louisville, Kentuckiana, and surrounding areas.

The nonprofit’s mission is to inspire and support individuals pursuing careers in nursing, medical assisting, phlebotomy and related medical fields, ensuring a diverse and well-prepared healthcare workforce exists. By strategically collaborating with community organizations, corporate partners and local leadership, Healthcare Essentials Foundation, Inc. strives to create opportunities that improve access to education and meet the growing demand for compassionate, skilled healthcare providers and professionals.

3.02 Non-Profit

The Healthcare Essentials Foundation, Inc. is designated as a non-profit corporation.

ARTICLE IV **NON-PROFIT NATURE**

4.01 Nonprofit Nature

The HETI Foundation, Inc. is organized exclusively for charitable, religious, and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of Healthcare Essentials Foundation, Inc. shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Healthcare Essentials Foundation, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of Healthcare Essentials Foundation, Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of the Healthcare Essentials Foundation, Inc., any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the Healthcare Essentials Foundation, Inc. hereunder shall be selected by the discretion of a majority of the managing body of the Healthcare Essentials Foundation, Inc. and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the Healthcare Essentials Foundation, Inc. by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Kentucky.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Kentucky to be added to the general fund.

4.04 Prohibited Distributions

No part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III, Section 3.01.

4.05 Restricted Activities

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

4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V **BOARD OF DIRECTORS**

5.01 Governance

Healthcare Essentials Foundation, Inc. shall be governed by its Board of Directors.

5.02 Initial Directors

The initial and current Directors of the corporation are:

Melissa Coleman, 246 South Shawnee Terrace, Louisville, KY 40212

Lisa W. Walton, 5805 Hornbeam Lane, Louisville, KY 40258

Ana Ivonne Lagunez Otero, 100 Witherspoon Street, Suite 1044, Louisville, KY 40202.

ARTICLE VI **MEMBERSHIP**

6.01 Membership

Healthcare Essentials Foundation, Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII **AMENDMENTS**

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE VIII **ADDRESSES OF THE CORPORATION**

8.01 Corporate Address

The address of the corporation is:

HEALTHCARE ESSENTIALS FOUNDATION, INC
3135 Commerce Center Place
Louisville, KY 40211.

The mailing address of the corporation is:

HEALTHCARE ESSENTIALS FOUNDATION, INC
3135 Commerce Center Place
Louisville, KY 40211.

ARTICLE IX
APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

Lisa W. Walton, 3135 Commerce Center Place, Louisville, KY 40211.

ARTICLE X
INCORPORATORS

The appointed incorporators of the corporation are as follows:

Lisa W. Walton, 3135 Commerce Center Place, Louisville, KY 40211

and

Melissa Coleman, 3135 Commerce Center Place, Louisville, KY 40211.

CERTIFICATE OF ADOPTION OF ARTICLES OF INCORPORATION

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Healthcare Essentials Foundation, Inc. were approved by the board of directors on December 16, 2024, to supplement, and to supersede in instances of contradiction, the Articles of Incorporation shall be filed with the Kentucky Secretary of State Office on December 17, 2024 (no later than December 18, 2024) and constitute a complete copy of Articles of Incorporation of the Healthcare Essentials Foundation, Inc.

Lisa W. Walton Melissa Coleman

Lisa W. Walton
3135 Commerce Center
Place, Louisville, KY 40211

Melissa Coleman
3135 Commerce Center
Place, Louisville, KY 40211

Ana Ivonne Lagunez Otero
Ana Ivonne Lagunez Otero
100 Witherspoon St. #1044
Louisville, KY 40202

**ACKNOWLEDGMENT OF CONSENT
TO APPOINTMENT AS REGISTERED AGENT**

I, Lisa W. Walton, agree to be the registered agent for HEALTHCARE ESSENTIALS FOUNDATION, INC. as appointed herein.

Lisa W. Walton
Healthcare Essentials Foundation, Registered Agent

Date: 12/17/2024