

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
BRONX-LEBANON HOSPITAL NEW DIRECTIONS FUND, INC.
(Under Section 803 of the Not-for-Profit Corporation Law)**

The undersigned, being the Treasurer of BRONX-LEBANON HOSPITAL NEW DIRECTIONS FUND, INC., hereby certifies:

FIRST: The name of the corporation is BRONX-LEBANON HOSPITAL NEW DIRECTIONS FUND, INC. (the "Corporation").

SECOND: The Certificate of Incorporation of the Corporation was filed by the Department of State on December 16, 1982, under the Not-for-Profit Corporation Law of the State of New York.

THIRD: The Corporation was formed under Section 402 of the Not-for-Profit Corporation Law (the "N-PCL").

FOURTH: The Corporation is a corporation as defined in subparagraph (a)(5) of Section 102 of the N-PCL.

FIFTH: The Certificate of Incorporation is hereby amended to read as follows:

(a) Article FIRST of the Certificate of Incorporation of the Corporation, setting forth the name of the Corporation, is hereby amended in its entirety to read as follows:

"The name of the Corporation is BronxCare New Directions Fund."

(b) Article SECOND of the Certificate of Incorporation regarding the type of Corporation is amended to delete the reference to the Corporation being a type B corporation as defined in Section 201 of the N-PCL and to add that the Corporation is charitable. Accordingly Article SECOND shall be hereby amended in its entirety to read as follows:

"SECOND: The Corporation is a corporation as defined in subparagraph (a)(5) of Section 102 of the N-PCL and is a charitable corporation under Section 201 of the N-PCL. The Corporation shall remain a charitable corporation after this Certificate of Amendment shall become effective.

SIXTH: The Secretary of State is designated as the agent of the Corporation upon whom process against the Corporation may be served. The address to which the Secretary of State shall forward copies of process accepted on behalf of the Corporation is:

BronxCare New Directions Fund
1276 Fulton Avenue
Bronx, New York 10456
Attn: President and Chief Executive Officer

SEVENTH: This amendment to the Certificate of Incorporation of the Corporation was authorized by written consent of the sole member of the Corporation on November 10, 2017.

IN WITNESS WHEREOF, this Certificate has been signed this 6th day of December, 2017 by the undersigned who affirms that the statements made herein are true under the penalties of perjury.

By: 
Name: Victor G. DeMarco
Title: Treasurer