

**BELL MEMORIAL HOSPITAL**  
A Michigan Nonprofit Corporation

**FIRST AMENDMENT TO RESTATED CORPORATE BYLAWS**

This First Amendment to the Restated Corporate Bylaws of Bell Memorial Hospital (this "Corporation") is made as of July 1, 2010.

1. Section 2.2 of the Bylaws is hereby deleted in its entirety.
2. The terms of this Amendment shall control and supersede and modify any conflicting terms and conditions contained within the Bylaws. The terms, provisions, and conditions of the Bylaws that are not affected and implicated by this Amendment shall remain unchanged and in full force and effect. To the extent any conflict arises between the terms, provisions and conditions of this Amendment and the Bylaws, the terms of this Amendment will control.

This Amendment to Bylaws was adopted and approved by the directors of the Member by Rudy Kemppainen pursuant to Section 10.1 of the Bylaws.

Rudy Kemppainen  
SHCS Board Secretary

Date: April 7, 2011

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**SECOND AMENDMENT TO RESTATED CORPORATE BYLAWS**

This Second Amendment to the Restated Corporate Bylaws of Bell Memorial Hospital (this "Corporation") is made as of August 1, 2011.

1. Section 3.3 of the Bylaws is hereby amended to state "The Board of Directors shall consist of not less than ten (10) nor more than eighteen (18) persons.
2. The terms of this Amendment shall control and supersede and modify any conflicting terms and conditions contained within the Bylaws. The terms, provisions, and conditions of the Bylaws that are not affected and implicated by this Amendment shall remain unchanged and in full force and effect. To the extent any conflict arises between the terms, provisions and conditions of this Amendment and the Bylaws, the terms of this Amendment will control.

This Amendment to Bylaws was adopted and approved by the directors of the Member by \_\_\_\_\_ pursuant to Section 10.1 of the Bylaws.

\_\_\_\_\_  
\_\_\_\_\_, Secretary

Date: \_\_\_\_\_, 2011