

EXHIBIT 3
To Declaration of Christopher Twitchell

0342183 JWW

A491039

FILED
In the office of the Secretary of State
of the State of California

CERTIFICATE OF OWNERSHIP
OF
ACHESON AND GRAHAM MORTUARY INC.

APR 09 1997

Bill Jones
BILL JONES, Secretary of State

J. B. DRAPER CO.,
JOSHUA MEMORIAL PARK
LAFAMCO, INC.
MAC DOUGALL MORTUARIES, INC.
MALINOW & SILVERMAN, INC.
AND
MILLER ENTERPRISES, INC.
INTO
SCI CALIFORNIA FUNERAL SERVICES, INC.

To the Secretary of State
State of California

Pursuant to the provisions of the General Corporation Law of the State of California, the undersigned officers of the domestic parent corporation hereinafter named do hereby certify as follows:

1. The name of the parent corporation, which is a business corporation of the State of California, and which is to be the surviving corporation under the merger herein certified, is SCI California Funeral Services, Inc. (the "surviving corporation")
2. The names of the subsidiary corporations, which are business corporations of the State of California, and which are to be the disappearing corporations under the merger herein certified, are ACHESON AND GRAHAM MORTUARY INC., J.B. DRAPER CO., JOSHUA MEMORIAL PARK, LAFAMCO, INC., MAC DOUGALL MORTUARIES, INC. MALINOW & SILVERMAN, INC. AND MILLER ENTERPRISES, INC.
3. SCI California Funeral Services, Inc. owns 100% of the outstanding shares of the disappearing corporations.
4. The following is a copy of the resolution to merge the disappearing corporations into the surviving corporation as adopted and approved by the Board of Directors of the surviving corporation.

"RESOLVED THAT:

"i) SCI California Funeral Services, Inc., which is a business corporation of the State of California and is the owner of all of the outstanding shares of ACHESON AND GRAHAM MORTUARY INC., J.B. DRAPER CO., JOSHUA MEMORIAL PARK, LAFAMCO, INC., MAC DOUGALL MORTUARIES, INC., MALINOW & SILVERMAN, INC. AND MILLER ENTERPRISES, INC. which are also business corporations of the State of California, does hereby merge ACHESON AND GRAHAM MORTUARY INC., J.B. DRAPER CO., JOSHUA MEMORIAL PARK, LAFAMCO, INC., MAC DOUGALL MORTUARIES, INC.,

Malinow & Silverman, Inc. and Miller Enterprises, Inc. into the SCI California Funeral Services, Inc. pursuant to the provisions of the General Corporation Law of the State of California and does hereby assume all of the liabilities of the ACHESON AND GRAHAM MORTUARY INC., J.B. DRAPER CO., JOSHUA MEMORIAL PARK, LAFAMCO, INC., MAC DOUGALL MORTUARIES, INC., MALINOW & SILVERMAN, INC. AND MILLER ENTERPRISES, INC.

ii) ACHESON AND GRAHAM MORTUARY INC., J.B. DRAPER CO., JOSHUA MEMORIAL PARK, LAFAMCO, INC., MAC DOUGALL MORTUARIES, INC., MALINOW & SILVERMAN, INC. AND MILLER ENTERPRISES, INC.

shall be the disappearing corporations upon the effective date of the merger herein provided for pursuant to the provisions of the General Corporation Law of the State of California, and SCI California Funeral Services, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the said General Corporation Law of the State of California;

iii) The issued shares of the disappearing corporations shall not be converted in any manner, nor shall any cash or other consideration be paid or delivered therefor, inasmuch as the surviving corporation is the owner of all outstanding shares of the disappearing corporations, but each said share which is issued as of the effective date of the merger shall be surrendered and extinguished.;

iv) The Board of Directors and the proper officers of the surviving corporation are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of the merger herein provided for;

(v) The merger herein provided for shall become effective on April 9, 1997.

On the date set forth below, in the City of Houston in the State of Texas, each of the undersigned does hereby declare under the penalty of perjury under the laws of the State of California that he/she signed the foregoing certificate in the official capacity set forth beneath his/her signature, and that the statements set forth in said certificate are true of his/her own knowledge.

Signed on March 20, 1997.

By Curtis G. Briggs
Curtis G. Briggs, Vice President

By Suzanne D. Mailes
Suzanne D. Mailes, Secretary

0236153 out

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In the office of the Secretary of State
of the State of California

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INTO

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Bill Jones
BILL JONES, Secretary of State

To the Secretary of State
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(v) The merger herein provided for shall become effective on April 9, 1997.

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Signed on March 20, 1997.

By Curtis G. Briggs
Curtis G. Briggs, Vice President

By Suzanne D. Mailes
Suzanne D. Mailes, Secretary

01377962

LLC-1A

File # 201636610017



State of California Secretary of State

0342183 out

Limited Liability Company Articles of Organization - Conversion

FILED Secretary of State State of California

DEC 31 2016

This Space For Filing Use Only

IMPORTANT - Read all instructions before completing this form.

Converted Entity Information

1. Name of Limited Liability Company (The name must include the words Limited Liability Company or the abbreviations LLC or L.L.C. The words Limited and Company may be abbreviated to Ltd. and Co., respectively.)

SCI California Funeral Services, LLC

2. The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the California Revised Uniform Limited Liability Company Act.

3. The limited liability company will be managed by (check only one):

One Manager

More Than One Manager

All Limited Liability Company Member(s)

4. Initial Street Address of Limited Liability Company's Designated Office in CA City State Zip Code 10621 Victory Blvd. North Hollywood CA 91606

5. Initial Mailing Address of Limited Liability Company, if different from Item 4 City State Zip Code 1929 Allen Parkway Houston TX 77019

6. Initial Agent for Service of Process: Item 6a: List the name of an individual or a corporation registered in CA under California Corporations Code section 1505 that agrees to be your agent for service of process. You may not list the converted entity as the agent. Item 6b: If the agent is an individual, list the agent's CA business or residential street address. Item 6c: If the agent is an individual and the converting entity is a CA corporation, limited partnership or general partnership, list the the agent's mailing address. Do not list an address if the agent is a CA registered corporate agent as the address for service of process is already on file.

a. Name of Agent For Service of Process

Corporation Service Company which will do business in California as CSC-Lawyers Incorporating Service

b. If an individual, Street Address of Agent for Service of Process - Do not list a P.O. Box City State Zip Code CA

c. If an individual, Mailing Address of Agent for Service of Process City State Zip Code

Converting Entity Information

7. Name of Converting Entity SCI California Funeral Services, Inc.

8. Form of Entity corporation 9. Jurisdiction California 10. CA Secretary of State File Number, if any 342183

11. The principal terms of the plan of conversion were approved by a vote of the number of interests or shares of each class that equaled or exceeded the vote required. If a vote was required, the following was required for each class:

The class and number of outstanding interests entitled to vote. AND The percentage vote required of each class. common, 128.333 shares outstanding 100%

Additional Information

12. Additional information set forth on the attached pages, if any, is incorporated herein by this reference and made part of this certificate.

13. I certify under penalty of perjury that the contents of this document are true. I declare I am the person who executed this instrument, which execution is my act and deed.

Signature of Authorized Person

Curtis G. Briggs, Vice President Type or Print Name and Title of Authorized Person

Signature of Authorized Person

Janet Key, Secretary Type or Print Name and Title of Authorized Person

D1377962

201636610017

ATTACHMENT TO
LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION-CONVERSION

SCI CALIFORNIA FUNERAL SERVICES, LLC

Additional Information:

The file date of the Articles of Organization - Conversion is December 31, 2016.

ARTICLES OF INCORPORATION WITH STATEMENT OF CONVERSION

FILED *gy*
Secretary of State
State of California
1 cc JAN 04 2017 *ES*

I.

The name of the corporation is SCI California Funeral Services, Inc.

II.

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporation by the California Corporations Code.

III.

This corporation is authorized to issue only one class of shares of stock; and the total number of shares which this corporation is authorized to issue is one thousand (1,000).

IV.

(Statement of Conversion)

The name of the converting California limited liability company is SCI California Funeral Services, LLC. The limited liability company's California Secretary of State file number is 201636610017. The principal terms of the plan of conversion were approved by a vote of the members, which equaled or exceeded the vote required under California Corporations Code section 17710.03. There is one class of members entitled to vote and the percentage vote required is a majority in interest of the members. The limited liability company is converting into a California stock corporation.

V.

The initial street address and mailing address of the converted corporation is 1929 Allen Parkway, Houston, Texas 77019.

VI.

The name of the converted corporation's initial agent for service of process is Corporation Service Company which will do business in California as CSC-Lawyers Incorporating Service.

I declare I am the person who executed this instrument, which execution is my act and deed.

Keaton Woods
Keaton Woods, Manager of SCI California Funeral Services, LLC and Incorporator

Jane Key
Jane Key, Manager of SCI California Funeral Services, LLC and Incorporator

Susan L. Garrett
Susan L. Garrett, Manager of SCI California Funeral Services, LLC and Incorporator



State of California Secretary of State

S

Statement of Information

(Domestic Stock and Agricultural Cooperative Corporations)

FEES (Filing and Disclosure): \$25.00.

If this is an amendment, see instructions.

IMPORTANT – READ INSTRUCTIONS BEFORE COMPLETING THIS FORM

G007305

FILED

In the office of the Secretary of State
of the State of California

AUG-30 2018

1. CORPORATE NAME

SCI CALIFORNIA FUNERAL SERVICES, INC.

2. CALIFORNIA CORPORATE NUMBER

C3974617

This Space for Filing Use Only

No Change Statement (Not applicable if agent address of record is a P.O. Box address. See instructions.)

3. If there have been any changes to the information contained in the last Statement of Information filed with the California Secretary of State, or no statement of information has been previously filed, this form must be completed in its entirety.

If there has been no change in any of the information contained in the last Statement of Information filed with the California Secretary of State, check the box and proceed to Item 17.

Complete Addresses for the Following (Do not abbreviate the name of the city. Items 4 and 5 cannot be P.O. Boxes.)

| | | | |
|--|------|-------|----------|
| 4. STREET ADDRESS OF PRINCIPAL EXECUTIVE OFFICE | CITY | STATE | ZIP CODE |
| 5. STREET ADDRESS OF PRINCIPAL BUSINESS OFFICE IN CALIFORNIA, IF ANY | CITY | STATE | ZIP CODE |
| 6. MAILING ADDRESS OF CORPORATION, IF DIFFERENT THAN ITEM 4 | CITY | STATE | ZIP CODE |

Names and Complete Addresses of the Following Officers (The corporation must list these three officers. A comparable title for the specific officer may be added; however, the preprinted titles on this form must not be altered.)

| | | | | |
|-----------------------------|---------|------|-------|----------|
| 7. CHIEF EXECUTIVE OFFICER/ | ADDRESS | CITY | STATE | ZIP CODE |
| 8. SECRETARY | ADDRESS | CITY | STATE | ZIP CODE |
| 9. CHIEF FINANCIAL OFFICER/ | ADDRESS | CITY | STATE | ZIP CODE |

Names and Complete Addresses of All Directors, Including Directors Who are Also Officers (The corporation must have at least one director. Attach additional pages, if necessary.)

| | | | | |
|----------|---------|------|-------|----------|
| 10. NAME | ADDRESS | CITY | STATE | ZIP CODE |
| 11. NAME | ADDRESS | CITY | STATE | ZIP CODE |
| 12. NAME | ADDRESS | CITY | STATE | ZIP CODE |

13. NUMBER OF VACANCIES ON THE BOARD OF DIRECTORS, IF ANY:

Agent for Service of Process If the agent is an individual, the agent must reside in California and Item 15 must be completed with a California street address, a P.O. Box address is not acceptable. If the agent is another corporation, the agent must have on file with the California Secretary of State a certificate pursuant to California Corporations Code section 1505 and Item 15 must be left blank.

| | | | |
|--|------|-------|----------|
| 14. NAME OF AGENT FOR SERVICE OF PROCESS | | | |
| 15. STREET ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CALIFORNIA, IF AN INDIVIDUAL | CITY | STATE | ZIP CODE |

Type of Business

16. DESCRIBE THE TYPE OF BUSINESS OF THE CORPORATION

17. BY SUBMITTING THIS STATEMENT OF INFORMATION TO THE CALIFORNIA SECRETARY OF STATE, THE CORPORATION CERTIFIES THE INFORMATION CONTAINED HEREIN, INCLUDING ANY ATTACHMENTS, IS TRUE AND CORRECT.

08/30/2018 MICHAEL G TRIESCH TREASURER
DATE TYPE/PRINT NAME OF PERSON COMPLETING FORM TITLE SIGNATURE