

CERTIFICATE OF INCORPORATION OF

HOMECARE LAND COMPANY, INC.

| MANUAL AND A SAME AND A SAME AND A SAME |
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| duplicate originals of Articles of Incorporation for the incorporation of |
| I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that |

HOMECARE LAND COMPANY, INC.

duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: August 24, 1984



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SECRETARY OF STATE

by:_____

ARTICLES OF INCORPORATION OF HOMECARE LAND COMPANY, IND. 24 6 5, AM 1910 an Idaho Corporation

THE UNDERSIGNED, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I.

The name of the corporation is HOMECARE LAND COMPANY, INC.

ARTICLE II.

The period of the corporation's duration is perpetual.

ARTICLE III.

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporations Act.

ARTICLE IV.

The aggregate number of shares which the corporation shall have authority to issue is TEN THOUSAND SHARES (10,000) with a par value of \$1.00 per share, common stock.

ARTICLE V.

The address of the initial registered office of the corporation is 200 Sherman Avenue, Coeur d'Alene, Idaho 83814, and the name of its initial registered agent at such address is Richard McKernan.

ARTICLE VI.

The number of directors constituting the initial board of directors of the corporation is two, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall quality are:

JOHN D. BEEBE, JR., 200 Sherman Ave., Coeur d'Alene, Idaho 83814 RICHARD McKERNAN, 200 Sherman Ave., Coeur d'Alene, ID 83814

ARTICLE VII.

The name and address of each incorporator are as follow:

JOHN D. BEEBE, JR., 200 Sherman Ave., Coeur d'Alene, ID RICHARD McKERNAN, 200 Sherman Ave., Coeur d'Alene, ID 83814

JOHN D. BEEBE, JR. RICHARD MCKERNAN