# State of Idaho

### Department of State

CERTIFICATE OF INCORPORATION OF

STEVEN E. ANDERSON, D.D.S., P.A. File number C 113352

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, 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: January 10, 1996



Pete D Enaveusa SECRETARY OF STATE

By Ma Sike

Jan 10 | 58 PM '96

SECRETARY DE STATE STATE OF IDAHO

### ARTICLES OF INCORPORATION

**OF** 

STEVEN E. ANDERSON, D.D.S., P.A.

### Prepared by: THE PROHASKA LAW FIRM

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IDAHO SECRETARY OF STATE DATE 01/10/1996 0900 28956

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### ARTICLES OF INCORPORATION

OF

STEVEN E. ANDERSON, D.D.S., P.A.

The undersigned, acting as Incorporator of a professional corporation under the Idaho Professional Service Corporation Act, adopts the following Articles of Incorporation for such corporation:

### ARTICLE ONE NAME OF CORPORATION

The name of the corporation shall be "STEVEN E. ANDERSON, D.D.S., P.A.".

### ARTICLE TWO PERIOD OF DURATION

The period of duration of the corporation shall be perpetual.

## ARTICLE THREE CORPORATE PURPOSES

The purposes for which the professional corporation is organized shall be to practice dentistry, render any and all professional services which can be rendered by a dentist within the purview of his profession, render any and all allied professional services permitted by law and transact any and all lawful business for which a professional corporation may be incorporated under the Idaho Professional Service Corporation Act.

# ARTICLE FOUR AUTHORIZED SHARES OF STOCK

The aggregate number of shares of corporate stock which the corporation shall have authority to issue shall be One Thousand (1,000) shares. All of such shares of corporate stock shall have a par value of One Dollar (\$1.00) per share.

#### ARTICLE FIVE

#### NO PREEMPTIVE RIGHTS

There shall be no provisions granting preemptive rights to any class of stock or any stockholder.

#### ARTICLE SIX

#### **BYLAWS REGULATE INTERNAL AFFAIRS**

Provisions for the regulation of the internal affairs of the organization shall be set forth in the Bylaws of the corporation.

#### ARTICLE SEVEN

#### REGISTERED OFFICE AND AGENT

The name and address of the initial registered office of the corporation shall be STEVEN E. ANDERSON, D.D.S., P.A., 311 S. Division, Sandpoint, Idaho 83864. The name and address of the initial registered agent of the corporation shall be Steven E. Anderson, 311 S. Division, Sandpoint, Idaho 83864.

The mailing address of the initial registered agent and of the registered office of the corporation shall be STEVEN E. ANDERSON, D.D.S., P.A., 311 S. Division, Sandpoint, Idaho 83864.

## ARTICLE EIGHT CORPORATE DIRECTORS

The number of Directors constituting the initial Board of Directors of the corporation shall be One (1), and the name and address of the person who is to serve as Director until the first annual meeting of shareholders or until his successor is elected and shall qualify is:

Name

Address

STEVEN E. ANDERSON

311 S. Division, Sandpoint, Idaho

83864.

### ARTICLE NINE

#### **INCORPORATOR**

The name and address of the initial incorporator is:

Name

Address

STEVEN E. ANDERSON

311 S. Division, Sandpoint, Idaho

83864.

# ARTICLE TEN LIMITATION ON LIABILITY

A Director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director. However, such elimination of liability shall be subject to the terms of Idaho Code Section 30-1-54(2).

These Articles of Incorporation of STEVEN E. ANDERSON, D.D.S., P.A. shall be and are hereby adopted on this 9th day of January, in the year 1996.

STEVEN E. ANDERSON

Incorporator