

ARTICLES OF INCORPORATION
OF
TETON FOOT AND ANKLE CENTER, P.C.

2012 JUN 14 AM 8:52

1. Name. The name of the corporation is **TETON FOOT AND ANKLE CENTER, P.C.**

SECRETARY OF STATE
STATE OF IDAHO

2. Authorized shares. The aggregate number of shares the corporation is authorized to issue shall be One Thousand (1,000), all of which shall be common voting stock.

3. Registered office and agent. The registered office of the corporation is 2635 Channing Way, Idaho Falls, Idaho 83404, and its registered agent at that address is Michael J. Whyte, Esq.

4. Incorporator. The name of the incorporator is Michael James, and the incorporator's address is 3345 S. Holmes Ave., Idaho Falls, Idaho 83404.

5. Purpose. The purpose for which the Corporation is organized is to provide professional services in the practice of medicine and all other purposes allowed by the laws of the State of Idaho.

6. Preemptive Rights. The corporation elects to have preemptive rights.

7. No Directors. The Corporation shall have no directors. The power to conduct and manage the corporate affairs conferred or imposed upon directors by the Idaho Professional Services Corporate Act, Idaho Code Sections 30-1301 *et seq.*, and the Idaho Business Corporation Business Act, Idaho Code Sections 30-1-101 *et seq.*, are hereby conferred or imposed upon the shareholders.

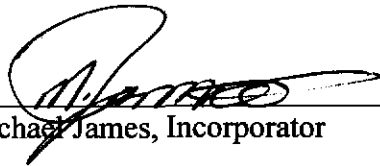
8. Indemnification. The corporation shall indemnify the directors and officers of the corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the corporation to provide prior to such amendment).

9. Limitation of Liability. No director shall be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the corporation or the shareholders; (iii) a violation of § 30-1-833, Idaho Code; or (iv) an intentional violation of criminal law.

IDAHO SECRETARY OF STATE
06/14/2012 05:00
CK: 52607 CT: 121759 BH: 1328271
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In witness whereof, I have subscribed these Articles of Incorporation this 6th day of June, 2012.



Michael James, Incorporator

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