

## RESTATED ARTICLES OF INCORPORATION

OF

EMERGENCY MEDICINE OF IDAHO, P.A.

2017 MAY 23 PM 3:30

SECRETARY OF STATE  
STATE OF IDAHO

Pursuant to the Idaho Business Corporation Act, the undersigned corporation, adopts the following Restated Articles of Incorporation:

**1. NAME OF THE CORPORATION.**

The name of the corporation is Emergency Medicine of Idaho, P.A. ("Corporation").

**2. DURATION.**

The Corporation shall have perpetual existence.

**3. PURPOSES OF THE CORPORATION.**

The Corporation is organized for the following purposes:

1. To engage in the practice of medicine and allied professional services.
2. To do any acts and perform any business permitted by the Idaho Uniform Business Organizations Code and the Idaho Business Corporation Act.

**4. SHARES.**

**4.1 Class, Aggregate Number, and Par Value.** The class, aggregate number and par value per share of the shares that the Corporation is authorized to issue are as follows:

Class	Par Value	Number
Class A Common	\$1.00	100,000
Class B Common	\$1.00	100,000

**4.2 Class A Common Stock Rights.** Each share of Class A Common Stock shall be entitled to one vote in the election of directors and in all other matters upon which stockholders are entitled to vote. Each share of Class A Common Stock shall be entitled to all economic rights.

**4.3 Class B Common Stock Rights.** Each share of Class B Common Stock shall not be entitled to vote on any matters upon which stockholders are entitled to vote except as required by either the Idaho Business Corporation Act or Idaho Uniform Business Organizations Code. Each share of Class B Common Stock shall not be entitled to any economic rights except a right to proceeds upon liquidation of the Corporation on a per share basis equal to the Class A Common Stock.

## **5. OWNERSHIP AND TRANSFER RESTRICTIONS.**

A Shareholder must be a natural person who is duly licensed or otherwise legally authorized within the state of Idaho to render medical or allied professional services. A Shareholder may transfer the Shareholder's shares only in compliance with the restrictions of the Idaho Uniform Business Organizations Code and the Idaho Business Corporation Act.

## **6. REGISTERED AGENT AND ADDRESS.**

The address of the registered office of the Corporation is Capitol Law Group, PLLC, 205 North 10<sup>th</sup> Street, 4<sup>th</sup> Floor, Boise, Idaho 83702, and the registered agent at such address is Allan R. Bosch.

## **7. QUALIFICATIONS OF DIRECTORS.**

Directors must be natural persons who are duly licensed or otherwise legally authorized within the state of Idaho to render medical or allied professional services.

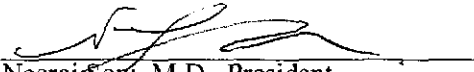
## **8. RESTATEMENT OF ARTICLES OF INCORPORATION.**

These Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments to the original Articles of Incorporation.

**9. SIGNATURES.**

EMERGENCY MEDICINE OF IDAHO, P.A.

Dated: 5/17, 2017

By:   
Neeraj Soni, M.D., President

By:   
Christoph A. Gnadinger, M.D., Secretary