

Articles of Incorporation of CSI Development Inc.

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1. Name of Corporation

The name of the corporation is CSI Development Inc.

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2. Authorized shares

The aggregate number of shares the corporation is authorized to issue shall be 100. There shall be one class of stock. Each share of stock shall be entitled to one vote. The owner(s) of a unit must cast his votes as a block.

SECRETARY OF STATE

STATE OF IDAHO
CSI Development Inc. Declaration of Private Professional Medical Subdivision to be recorded in the land records of Bonneville County, Idaho, as may be amended from time to time and not prohibited by law.

3. Registered office and agent

The registered office of the corporation is 2105 Coronado Street, Idaho Falls, Idaho 83404 and its registered agent at that address is Winston V. Beard.

8. Voting

Each outstanding share entitled to vote shall be entitled to one vote on each matter submitted to a vote at a meeting of shareholders.

4. Incorporator

The name of the incorporator is Julie Stomper and the incorporator's address is 2105 Coronado Street, Idaho Falls, Idaho 83404.

The share assigned to any unit may be held in any form of multiple ownership, such as community property, joint tenancy, tenancy in common, partnership or otherwise. However, the votes assigned to a unit must be voted in a single block.

5. Board of Directors

The business and affairs of the corporation shall be managed its board of directors.

9. Membership and stock ownership

The number of directors constituting the initial board of directors shall be 3. The number of directors of the corporation shall be fixed from time to time by or in the manner provided in the bylaws, but the number shall never be fewer than 3.

Ownership of voting rights shall be granted and transferred on the records of the corporation upon presentation to the corporation of evidence of ownership of a unit in the project. The equitable owner under a nonterminated real estate purchase contract shall be considered the owner of the unit upon presentation to the corporation of a copy of a validly executed real estate contract.

Directors need not be residents of the State of Idaho or shareholders of the corporation.

6. Initial directors

The names and addresses of the persons to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

Ownership of a unit shall be the sole qualification for voting rights status. No stock shall be transferrable separate from the condominium to which it is appurtenant. A share shall be considered automatically transferred upon the transfer of the condominium to which it is appurtenant.

John J. Strobel, MD	2440 East 25th Street Circle Idaho Falls, Idaho 83404
Mike Hodel	2440 East 25th Street Circle Idaho Falls, Idaho 83404
Brent Greenwald, MD	3200 Channing Way, Suite 106A Idaho Falls, Idaho 83404

If any unit is subject to a mortgage, deed or trust or other encumbrance, the voting rights appurtenant to that unit shall also be considered encumbered. Any transfer of the unit pursuant to a default, foreclosure or sale under the terms of any such encumbrance shall automatically transfer the voting rights in this corporation to the transferee.

7. Corporate purpose

The purposes for which this corporation is organized are:

- to be the management body for unit owners association of the CSI Development, Phase 1;
- and to transact all business necessary to perform the duties and exercise the rights set forth in the

10. 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 later be amended.

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Winston V. Beard
St. Clair
Gaffney
Attorneys

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11. Limitation of Liability

No director shall be liable to the corporation or its shareholders for failing to take any action, unless such director's action or inaction

- was not in good faith;
- the director neither believed he or she was informed to the extent reasonably appropriate or the director did not believe decision was in the best interest of the corporation; or
- the director lacked the objectivity or independence with regard to the challenged conduct.

12. Special Meeting

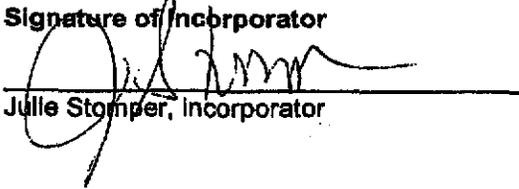
Special meeting of shareholders shall be held if

- called by the corporation's board of directors; or
- the holders of at least twenty percent of all the votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date and deliver to the corporation one or more written demands for the meeting describing the purpose(s) for which the meeting is to be held.

13. Assessments

Each owner shall be assessed and each owner shall be personally and primarily responsible for its share of actual or budgeted capital and operating needs of the corporation. The assessments shall be made under the declaration and Idaho Code Section 55-1518 or any law amending, supplementing or replacing that section.

Signature of Incorporator


Julie Stomper, Incorporator