

**ARTICLES OF INCORPORATION**  
**OF**  
**ABUNDANT LIFE HEALTH CARE, P.C.**

**FILED EFFECTIVE**  
**06 JAN 31 PM 3:46**  
**SECRETARY OF STATE**  
**STATE OF IDAHO**

KNOW ALL MEN BY THESE PRESENTS: That, I, the undersigned, being a natural person of full age and a citizen of the United States, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the Professional Services Corporation Act of the State of Idaho, and the acts amendatory thereof and supplemental thereto, do hereby certify as follows:

**ARTICLE I**

That the name of the corporation is Abundant Life Health Care, P.C.

**ARTICLE II**

The corporation shall have a perpetual existence.

**ARTICLE III**

The corporation is organized as a Professional Service Corporation, pursuant to the provisions of the Professional Service Corporation Act ("Act"), for the rendition of professional services within the practice of nursing, together with such allied professional services as permitted by the Act. The business activities of the corporation shall be limited in the manner provided by §30-1307 of the Act.

**ARTICLE IV**

The corporation shall have authority to issue fifty thousand (50,000) shares; all such shares to be of one (1) class of common stock, and have a par value of One Dollar (\$1.00).

**ARTICLE V**

Only individuals duly licensed or otherwise legally authorized to render professional services within the scope of Article III may be shareholders of the corporation. No shareholder may sell or transfer his shares except to another individual who is eligible to

be a shareholder, and any such sale or transfer may be made only after the same shall have been approved at a stockholders' meeting specially called and conducted in accordance with the provisions of §30-1310 of the Act.

#### ARTICLE VI

Stockholders of the corporation shall have preemptive preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, and any obligation issued by the corporation shall first be offered to the stockholders of the corporation.

#### ARTICLE VII

The private property of the stockholders of the corporation shall not be subject to the payment of corporation debts to any extent whatsoever, and the shares of the corporation shall not be subject to assessment for the purpose of paying expenses, conducting business or paying debts of the corporation.

#### ARTICLE VIII

The address of the initial registered office of the corporation shall be 1360 Dumars Street, Boise, Idaho 83712, and the name of the registered agent at such address shall be Karole Beck.

#### ARTICLE IX

The number of directors of the corporation shall be as specified in the By-Laws, and such number may from time to time be increased or decreased in such manner as may be prescribed in the By-Laws. The initial Board of Directors shall be composed of one (1) member, who shall serve as director until the first annual meeting of the shareholders, or until her successor or successors shall be elected and qualify, and whose name and address is as follows:

Karole Beck  
1360 Dumars Street  
Boise, Idaho 83712

#### ARTICLE X

The name and address of the incorporator is as follows:

Karole Beck  
1360 Dumars Street  
Boise, Idaho 83712

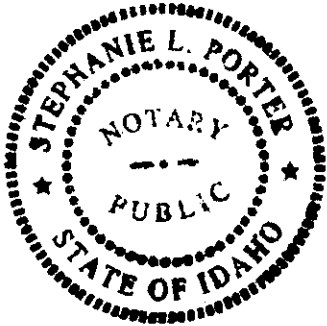
Dated this 31 day of January, 2006.

Karole Beck  
Karole Beck

STATE OF IDAHO            )  
                                      ) ss  
County of Ada            )

On this 31 day of January, 2006, before me, the undersigned, a Notary Public in and for said State, personally appeared Karole Beck known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.



Stephanie Porter  
Notary Public for Idaho  
Residing at Boise, Idaho  
Commission expires: 9-19-07