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SECRETARY OF STATE  
STATE OF IDAHO

AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
NATIONAL INSTITUTE OF HOME SLEEP STUDIES, INC.

The undersigned being all the shareholders and officers of National Institute of Home Sleep Studies, Inc., an Idaho business corporation, hereby unanimously adopt the following Amended and Restated Articles of Incorporation for such corporation pursuant to Idaho Code 30-1-1007 and in accordance with the Idaho Business Corporation Act as follows:

1. **NAME:** The name of the corporation is SLEEP INSTITUTE, INC.
2. **DURATION:** The period of its duration is perpetual.
3. **PROFIT:** This is a for profit corporation.
4. **PURPOSES:** The purpose or purposes for which the corporation is organized is to engage in the business of providing sleep testing services, equipment and supplies, and do all things incidental thereto and for the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, as the same from time to time shall be amended.
5. **SHARES AUTHORIZED:** The aggregate number of shares which the corporation shall have authority to issue is 1,000,000 shares of no par value common stock.
6. **PRE-EMPTIVE RIGHTS:** Shareholders shall have pre-emptive rights to acquire unissued or treasury stock or securities convertible into or carrying a right to subscribe to or acquire shares.
7. **BUSINESS AFFAIRS:** Provisions for the regulation of the internal affairs of the corporation are such as may be provided by the corporation's By Laws, including restrictions on the transfer of shares and fixing greater quorum or voting requirements for shareholder action.
8. **REGISTERED AGENT AND OFFICE:** The registered agent is DARON SCHERR, and the registered office is located at 2001 S. Woodruff, Suite 16, Idaho Falls, Idaho 83404.

9. **BOARD OF DIRECTORS:** There shall be no Board of Directors. Pursuant to Idaho Code § 30-1-732, the powers and duties conferred or imposed upon the Board of Directors by the Idaho Business Corporation Act shall be exercised or performed by the officers of the corporation. Such management structure shall continue until the Articles of Incorporation are otherwise amended or restated.

10. **INCORPORATOR:** The name and address of the incorporator is:

Daron Scherr  
2001 S. Woodruff, Suite 16  
Idaho Falls, Idaho 83404

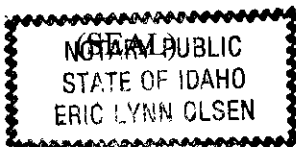
DATED this 11 day of July, 2002.


  
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DARON SCHERR  
President

STATE OF IDAHO                     )  
County of Bonneville            ): ss  
~~Bannock~~

On this 11<sup>th</sup> day of July, 2002, before me, the undersigned, a Notary Public in and for said State, personally appeared DARON SCHERR, whose name is subscribed to the foregoing and executed the same before me this 11<sup>th</sup> day of July, 2002.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.



  
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NOTARY PUBLIC FOR IDAHO,  
Residing at: Pocatello, ID 83201  
My Commission Expires: 12/12/06