

**ARTICLES OF INCORPORATION  
OF  
BOISE PAIN MANAGEMENT, P.A.**

**FILED**  
OCT 27 2009  
IDAHO SECRETARY OF STATE  
10/27/1999 09:00  
CX: 38390 CT: 2056 WH: 261213  
1 P 100.00 = 100.00 CORP # 2  
C130931

**KNOW ALL MEN BY THESE PRESENTS:**

That the undersigned, being of full age and a citizen of the United States and a physician licensed to practice medicine in the State of Idaho, does this day voluntarily form a corporation under the provisions of the Professional Service Corporations Act, Idaho Code § 30-1301, et seq., and certifies in writing:

**ARTICLE I  
NAME**

The name of the corporation shall be BOISE PAIN MANAGEMENT, P.A.

**ARTICLE II  
PURPOSES AND POWERS**

The purposes for which this corporation is formed are to conduct a professional medical practice; to own and operate a clinic for the care, treatment and management of acute and chronic pain; and further to engage in any lawful act or activity for which corporations may be organized under the Professional Service Corporations Act, and to possess and exercise all the powers, privileges and prerogatives granted by the Professional Service Corporations Act, or by any lawful powers, privileges and prerogatives incidental thereto, so far as such powers, privileges and prerogatives are necessary and/or convenient to the conduct, promotion or attainment of the lawful business or purposes of the corporation.

**ARTICLE III  
DURATION**

Subject to dissolution in the manner provided by law, the existence of the corporation shall be perpetual.

**ARTICLE IV  
REGISTERED OFFICE**

The registered office of the corporation in the State of Idaho shall be located

at 115 Main Street, Suite 102, Boise, ID 83702. Thomas E. Davis, M. D. shall be the registered agent for the corporation at the address set forth above.

## **ARTICLE V CORPORATE STOCK AND SHAREHOLDERS**

The aggregate number of common shares which the corporation shall have authority to issue is 10,000, all of which shall have a par value of \$1.00 per share. No person who is not licensed to practice medicine may be a shareholder.

## **ARTICLE VI INCORPORATORS**

The name and address of the incorporator is:

Thomas E. Davis, M.D.  
115 Main Street, Suite 102  
Boise, ID 83702

## **ARTICLE VII MANAGEMENT**

The business of the corporation shall be managed by a board of at least two directors, except that if all of the shares of the corporation are owned beneficially and of record by one stockholder, the number of directors shall be equal to the number of stockholders. No person who is not a shareholder of the corporation may serve as a director. A director shall hold office for the term for which he was named or elected and until his successor is elected and qualified. The incorporators listed in Article VI above shall serve as the directors until the first annual meeting of the shareholders or until their successors are elected and qualified.

## **ARTICLE VIII BY-LAWS**

The initial By-laws of the corporation shall be adopted by the board of directors. The power to alter, amend or repeal the By-laws or adopt new By-laws, subject to repeal or change by action of the shareholders, shall be vested in the board of directors.

Dated this 21 day of OCTOBER, 1999.

Thomas E Davis, M.D.  
Thomas E. Davis, M.D.

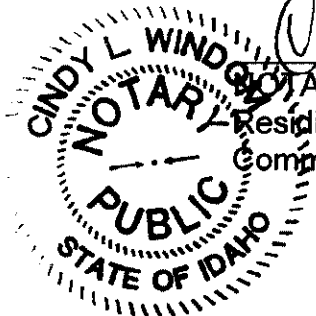
STATE OF IDAHO )

County of Ada )

On this 21<sup>st</sup> day of October, 1999, before me, the undersigned, a notary public in and for said county and state, personally appeared Thomas E. Davis, M.D., known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

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

Cindy L. Wind  
NOTARY PUBLIC FOR IDAHO  
Residing at: Boise, Idaho  
Commission Expires: 7/6/2005



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