



**CERTIFICATE OF INCORPORATION
OF**

VICTOR D. COOK, D.D.S., P.A.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **October 16, 1985**



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: _____

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SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
VICTOR D. COOK, D.D.S., P.A.

The undersigned, acting as the incorporator of a corporation under the Idaho Professional Service Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is VICTOR D. COOK, D.D.S., P.A.

ARTICLE II

The term of the corporation's existence shall be perpetual.

ARTICLE III

The corporation is organized for the purpose of conducting the practice of dentistry, dental surgery, oral surgery, and maxillofacial surgery, and, related activities. Incident to and in furtherance of the afore-stated purposes, the corporation may invest its funds in real estate, mortgages, stocks, bonds, or any other type of investments, and, may own real or personal property necessary for the rendering of the afore-described professional services.

Consistent with the foregoing purposes of the corporation, except as prohibited by the terms of the Professional Service Corporation Act, the corporation, in furtherance of its corporate

purposes shall have all of the powers afforded a corporation under the provisions of the Idaho Business Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares of common stock, all of which are without par value, and, all of which are of the same class.

Shares may only be issued to, held by, or transferred to a person who is licensed to practice dentistry, dental surgery, oral surgery, and, maxillofacial surgery, in the State of Idaho and who, unless disabled, is actively engaged in such practice.

ARTICLE V

There are no provisions denying or affecting the preemptive rights of a shareholder.

ARTICLE VI

The address of the initial registered office of the corporation is 1720 North Five Mile Road, Boise, Idaho 83704, and, the name of its initial registered agent at such address is Victor D. Cook.

ARTICLE VII

There shall be one director constituting the initial Board of Directors, and, the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until his successor is elected and qualified is:

VICTOR D. COOK, D.D.S., P.A.

1720 North Five Mile Road
Boise, Idaho 83704

ARTICLE VIII

The incorporator's name and address is:

VICTOR D. COOK, D.D.S., P.A. 1720 North Five Mile Road
Boise, Idaho 83704

DATED this 16 day of October, 1985.



VICTOR D. COOK, D.D.S.