

CERTIFICATE OF INCORPORATION
OF

MICHAEL G. MELENDEZ, M.D., CHARTERED

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 _____

MICHAEL G. MELENDEZ, M.D., CHARTERED

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: *February 22, 1982*



SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF
MICHAEL G. MELENDEZ, M.D., CHARTERED

The undersigned, who is duly licensed to practice the profession of medicine and diagnostic radiology in the State of Idaho, does hereby form a professional corporation pursuant to the provisions of Idaho Code 30-1301 et seq., being the Idaho Professional Service Corporations Act, for the purpose of rendering medical and radiological services, and hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be MICHAEL G. MELENDEZ, M.D., CHARTERED.

ARTICLE II

The purposes for which this corporation is formed are as follows:

- (1) To engage in the general practice of medicine and diagnostic radiology.
- (2) To invest its funds in real estate, mortgages, stocks, bonds, or any other type of investment and to own real or personal property necessary for the rendering of professional services specified above.
- (3) To do such acts and carry on such business as may be permitted by the Idaho Professional Service Corporations Act, subject to the limitations thereof.

ARTICLE III

The principal office of the corporation is within the City of Sandpoint, County of Bonner, State of Idaho, with an address of 520 North Third Avenue, P. O. Box 1448, Sandpoint, Idaho 83864.

ARTICLE IV

The name and post office address of the incorporator hereof is:

Michael G. Melendez, M.D.
Post Office Box 1448
Sandpoint, Idaho 83864.

ARTICLE V

The corporation shall be governed by a Board consisting of one director. The director shall be a stockholder in the corporation, and shall be elected by the stockholders, in the event the number of stockholders shall exceed one.

The name and post office address of the person who shall serve as initial director, until any successor would be duly qualified, is as follows:

Michael G. Melendez, M.D.
Post Office Box 1448
Sandpoint, Idaho 83864.

ARTICLE VI

The aggregate number of shares of stock that the corporation is authorized to issue is fifty (50) shares, which shares shall be common stock having a par value of One Hundred Dollars (\$100.00) per share. No person may be a stockholder within the corporation who is not licensed to practice the profession of medicine within the State of Idaho.

ARTICLE VII

The duration of this corporation shall be perpetual.

ARTICLE VIII

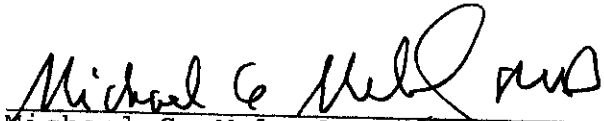
The director of the corporation may, from time to time, adopt Bylaws not inconsistent herewith, or with the provisions of Idaho State law, for the governing of the affairs of the corporation, which may include provisions with respect to the alienation of shares of stock of this corporation and also provide for the purchase or redemption by the corporation of its shares

of stock.

ARTICLE IX

The registered agent of the corporation shall be MICHAEL G. MELENDEZ, M.D., and the registered office of the corporation shall be at Sandpoint, Bonner County, Idaho, with an address of 520 North Third Avenue, P. O. Box 1448, Sandpoint, Idaho 83864.

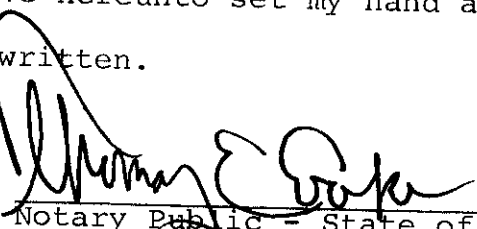
IN WITNESS WHEREOF, I, the undersigned, subscribing incorporator, have hereunto set my hand and seal this 4th day of January, 1982 for the purpose of forming this corporation under the laws of the State of Idaho, and I do hereby make, subscribe, acknowledge and file, in the office of the Secretary of State for the State of Idaho, these Articles of Incorporation, and do certify the facts herein stated as true.


Michael G. Melendez, M.D.

STATE OF IDAHO,)
 : ss.
County of Bonner.)

On this 4th day of January, 1982, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared MICHAEL G. MELENDEZ, M.D., known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

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


Notary Public - State of Idaho
Residing at Priest River therein
My commission expires: July