

CERTIFICATE OF AMENDMENT
OF

IDAHO PRIMARY CARE ASSOCIATION, INCORPORATED

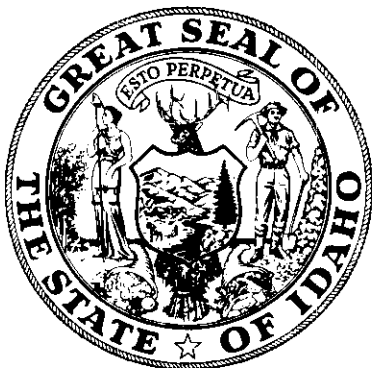
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____

IDAHO PRIMARY CARE ASSOCIATION, INCORPORATED

duly signed and verified pursuant to the provisions of the Idaho Nonprofit 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
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles
of Amendment.

Dated March 25, 19 83.



SECRETARY OF STATE

Corporation Clerk

IDAHO PRIMARY CARE ASSOCIATION

1503 THIRD STREET NORTH
NAMPA, IDAHO 83651

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

Amendment of Articles of Incorporation of Idaho Primary Care Association, Inc., a non-profit organization organized under the laws of the State of Idaho, executed by Cookie Atkins of Twin Falls, the corporate vice president, and Royalynn Case of Payette, the acting corporate secretary.

I.

The name of the corporation is Idaho Primary Care Association, Inc.

II.

The corporation was organized November 2, 1982.

III.

The corporation, on proposal of its Board of Directors setting forth the proposed Amendments and directing that the same be submitted to a vote of the members entitled to vote in respect thereof at the March 2, 1983, meeting of such members and on adoption thereof by said members at said meeting, as provided by law, does hereby authorize Cookie Atkins, its corporate vice president, and Royalynn Case, its acting secretary, to execute and acknowledge the following:

RESOLVED: That whereas the members of the Idaho Primary Care Association, Incorporated, desire to amend the Articles of Incorporation (1) to clarify the purpose of the organization and (2) to change the Dedication of Assets,

RESOLVED: That the Articles of Incorporation be and they hereby are amended by adding to the PURPOSE paragraph and by striking therefrom the DEDICATION OF ASSETS and adding thereto the new article DEDICATION OF ASSETS so the two sections altered now read as follows:

PURPOSE

The purposes and objectives for which the association is formed are as follows: To create a means by which those who are involved in primary health care delivery can work together to insure the continued provision of accessible, cost effective, and high quality ambulatory health care services and to accomplish the following objectives:

- A. To serve as an advocate for the unique interest of primary care centers.
- B. To serve as a working body for the purpose of integrating and maximizing resources.
- C. To work toward more equitable systems of financing for primary care centers.
- D. To serve as a forum for the exchange of information and approaches towards solving mutual problems among primary care centers.
- E. To provide technical assistance concerning the establishment and operation of primary care centers.
- F. To act as a central information source for primary care centers.
- G. To provide information to public policy makers and the general public.
- H. All the foregoing purposes shall be exercised in such a manner that the Corporation shall qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions in any future United States Internal Revenue law.

DEDICATION OF ASSETS

Upon the winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of, or provision for payment of, all debts and liabilities of the Corporation, shall be distributed to an organization or organizations, and used exclusively to accomplish the purposes for which this Corporation is organized. Any assets not so disposed, including any assets held in trust by the Corporation which cannot be distributed without judicial intervention, shall be disposed by the Superior Court in the county in which the principal office of the Corporation is then located, exclusively for uses to accomplish the purposes for which this corporation is organized.

by the Corporation which cannot be distributed without judicial intervention, shall be disposed by the Superior Court in the county in which the principal office of the Corporation is then located, exclusively for uses to accomplish the purposes for which this corporation is organized.

IV.

The above amendment has been adopted unanimously by its five (5) members entitled to vote thereon at a regular meeting at which a quorum was present, which was held on the 2nd day of March, 1983, as required by the laws of the State of Idaho and the Articles of Incorporation of Idaho Primary Care Association, Incorporated.

Executed by the undersigned in duplicate original at Payette, Idaho, on the 21st day of MARCH, 1983.

IDAHO PRIMARY CARE ASSOCIATION, INC.

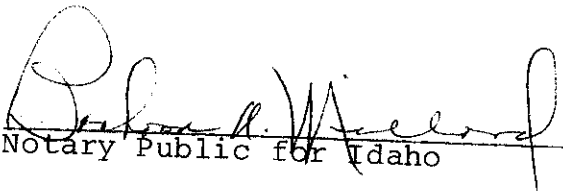
Cookie Atkins
Vice President

Raymond Case
Acting Secretary

VERIFICATION FORM A

STATE OF IDAHO)
) SS
COUNTY OF Payette)

I, Barbara A. Millard, a notary public, do hereby
certify that on this 21st day of March, 19 83,
personally appeared before me Royalynn Case, who, being by me
first duly sworn, declared that she is the Acting Secretary of
Idaho Primary Care Association, Inc., that she signed the fore-
going document as Acting Secretary of the Corporation, and that
the statements therein contained are true.


Notary Public for Idaho

Residing at Payette, Idaho

My commission expires 1/16/85

VERIFICATION FORM A

STATE OF IDAHO)
) SS
COUNTY OF Payette)

I, Barbara A. Millard, a notary public, do hereby certify that on this 21st day of March, 19 83, personally appeared before me Cookie Atkins, who, being by me first duly sworn, declared that she is the Vice President of Idaho Primary Care Association, Inc., that she signed the foregoing document as Vice President of the Corporation, and that the statements therein contained are true.

Charles A. McFarland
Notary Public for Idaho

Residing at ~~Payette~~

My commission expires: 1/16/85