

CERTIFICATE OF INCORPORATION
OF

FAMILY EMERGENCY CENTER WEST, P.A.

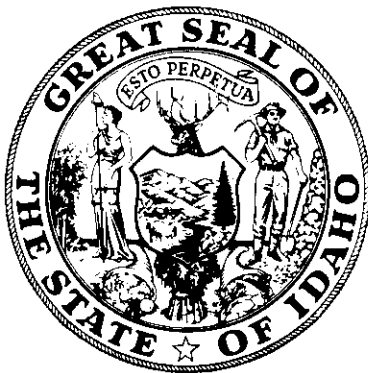
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

FAMILY EMERGENCY CENTER WEST, P.A.

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: **November 14, 1984**



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

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF

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SECRETARY OF STATE

FAMILY EMERGENCY CENTER WEST, P.A.

The undersigned, being a duly licensed attorney, qualified to practice law pursuant to the laws of the State of Idaho, in order to form a professional corporation for the purposes hereinafter stated, pursuant to the Professional Service Corporation Act and Idaho Business Corporation Act, does hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation shall be Family Emergency Center West, P.A..

ARTICLE II

The purposes for which said corporation is formed are:

A. To carry on the profession of the practice of family practice medicine and minor emergency care, provided that such professional services shall be rendered only through officers, employees, and agents who are duly licensed under the laws of the State of Idaho to practice medicine and surgery.

B. To have, exercise and enjoy all of the powers now or hereafter granted to professional corporations organized under the laws of the State of Idaho, particularly all of the powers and privileges granted to corporations by the Idaho Professional Corporation Act and any present and/or future amendments thereto, and to do any act or thing necessary or convenient for the transaction of the aforementioned business and/or carrying into effect any and all of the aforesaid objects and purposes.

C. The transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE III

The Corporation is to have perpetual existence.

ARTICLE IV

The address of the Corporation's initial registered office shall be 1995 E. 17th Street, Idaho Falls, County of Bonneville, State of Idaho and the name of its initial registered agent at such address is Rocco P. Cifrese, M.D.

ARTICLE V

The capital stock of the Corporation shall be fifty (50) shares of common stock, without par value. The capital stock of the Corporation shall not be assessable.

ARTICLE VI

The name and address of the incorporator is:

Gayle A. Sorensen
Holden, Kidwell, Hahn & Crapo
330 Shoup Avenue
P. O. Box 129
Idaho Falls, ID 83402

ARTICLE VII

The number of directors constituting the initial board of directors of the Corporation is seven (7) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

Rocco P. Cifrese, M.D.
290 W. Sunnyside Rd.
Idaho Falls, ID 83401

Roger S. Brunt, M.D.
2340 Virflow Drive
Idaho Falls, ID 83401

James C. Milam, M.D.
1949 Malibu Drive
Idaho Falls, ID 83401

Barton E. Brower, M.D.
5730 Marbrissa Dr.
Idaho Falls, ID 83401

Mark B. Rencher, M.D.
3034 Hartert
Idaho Falls, ID 83401

Tony B. Golden, M.D.
2198 Monticello Dr.
Idaho Falls, ID 83401

Jerry Tanner, M.D.
1815 Curlew Dr.
Idaho Falls, ID 83401

ARTICLE VIII

Provisions denying preemptive rights are: None

ARTICLE IX

Provisions for the regulation of the internal affairs of the corporation are: None

ARTICLE X

This corporation is a professional service corporation incorporated under Chapter 13 of Title 30 of the Idaho Code, as amended, and as such is fully subject to all the provisions of said Chapter 13, all of which are incorporated in these Articles as though fully set forth at length.

DATED this 9th day of November, 1984.

Gayle A. Sorenson
Gayle A. Sorenson

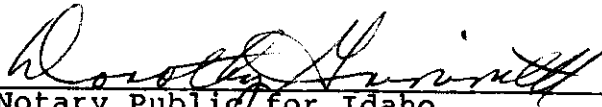
INCORPORATOR

STATE OF IDAHO)
) ss.
County of Bonneville)

On this 9th day of November, 1984, before me, the undersigned, a Notary Public, in and for said state, personally appeared Gayle A. Sorenson, known or identified to me to be the person whose name is subscribed to the within Articles of Incorporation, and acknowledged to me that he executed the same.

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

(seal)



Notary Public for Idaho
Residing at: Idaho Falls, Idaho
My Commission Expires: Non-Expiring

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