

**FILED/EFFECTIVE**  
2002 MAY 23 AM 8:36  
SECRETARY OF STATE  
STATE OF IDAHO

**ARTICLES OF INCORPORATION  
OF  
RURAL HEALTH STRATEGIES, INC.**

The undersigned, acting as incorporator under the Idaho Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I  
NAME OF THE CORPORATION**

The name of the corporation is Rural Health Strategies, Inc.  
("Corporation").

**ARTICLE II  
PURPOSES OF THE CORPORATION**

The Corporation may do any acts and perform any business permitted by the Idaho Business Corporation Act.

**ARTICLE III  
SHARES**

The aggregate number of shares the Corporation is authorized to issue shall be five hundred (500), all of which shall be common voting stock.

**ARTICLE IV  
PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights.

**ARTICLE V  
VOTING**

Each outstanding share entitled to vote shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of shareholders.

Shareholders do not have the right to cumulate their votes for directors.

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**ARTICLE VI  
REGISTERED OFFICE AND AGENT**

The address of the registered office of the Corporation is 1607 West Jefferson Street, Boise, Idaho, 83702, and the name of its initial registered agent at such address is Hartzell Cobbs.

**ARTICLE VII  
INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors of the Corporation is one (1) and the name and address of the initial director is as follows:

<u>Name</u>	<u>Address</u>
Hartzell Cobbs	1607 W. Jefferson Street Boise, ID 83702

The authorized number of Directors of the Corporation may range between one (1) and seven (7), and may be fixed or changed from time to time, within the minimum and maximum, by the Shareholders, provided that there shall at all times be an odd number of Directors.

**ARTICLE VIII  
LIMITATION OF LIABILITY**

No director shall be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the Corporation or the shareholders; (iii) a violation of § 30-1-833, Idaho Code (relating to unlawful distributions of the Corporation's assets); or (iv) an intentional violation of criminal law.

**ARTICLE IX  
INDEMNIFICATION**

The Corporation shall indemnify the directors and officers of the Corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to

provide broader indemnification rights than the Idaho Business Corporation Act permitted the Corporation to provide prior to such amendment).

**ARTICLE X  
INCORPORATOR**

The name and address of the incorporator are:

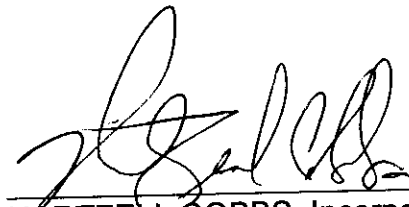
Name

Address

Hartzell Cobbs

1607 W. Jefferson Street  
Boise, ID 83702

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Idaho, the undersigned has executed these Articles of Incorporation on May 8, 2002.

A handwritten signature in black ink, appearing to read 'H. Cobbs', is written over a horizontal line.

HARTZELL COBBS, Incorporator