

State of Idaho

Department of State

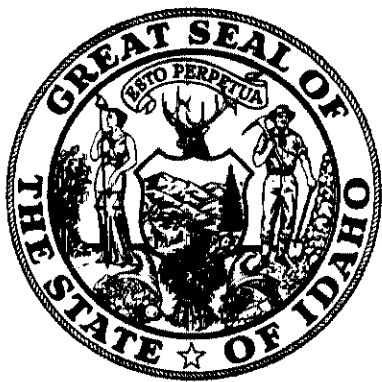
CERTIFICATE OF INCORPORATION OF

PROGRESSIVE NURSING SERVICES, INC.

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: December 10, 1990



Pete T. Cenarrusa
SECRETARY OF STATE

by: *[Signature]*

DEC 10 2 25 PM '90

ARTICLES OF INCORPORATION SECRETARY OF STATE

OF

PROGRESSIVE NURSING SERVICES, INC.

The undersigned, acting as the incorporator of a corporation (the "Corporation") organized pursuant to and subject to the Idaho Business Corporation Act; Chapter 1, Title 30, Idaho Code (the "Act"), adopts the following Articles of Incorporation for the Corporation.

ARTICLE I. NAME

The name of the Corporation is PROGRESSIVE NURSING SERVICES, INC.

ARTICLE II. PERIOD OF DURATION

The period of duration of the Corporation is perpetual.

ARTICLE III. PURPOSES

The purposes for which the Corporation is organized are: to transact any and all lawful business for which corporations may be incorporated under the Act; to do everything necessary, proper, advisable or convenient for the conduct of said business; and to do all other things incident thereto or connected therewith which are not forbidden by the Act, by other law or by these Articles of Incorporation.

ARTICLE IV. AUTHORIZED SHARES; RESTRICTIONS

The aggregate number of shares of capital stock that the Corporation will have authority to issue is 10,000 shares, of one class only, which will be designated as common stock. The par value of each share is \$1.00.

ARTICLE V. REGISTERED OFFICE AND AGENT

The address of the initial registered office of the Corporation is 1732 Warm Springs Avenue, Boise, Idaho 83712, and the name of its initial registered agent at that office is Michael C. Robb.

ARTICLE VI. BOARD OF DIRECTORS

The number of Directors of the Corporation will be as specified in the Bylaws. The number of Directors constituting the initial Board of Directors is three (3), and the name and

address of the persons who are to serve as Directors until the first annual meeting of the shareholders and until their successors have been elected and qualified are:

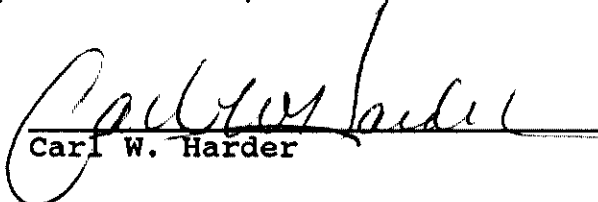
<u>Name</u>	<u>Address</u>
Michael C. Robb	1732 Warm Springs Avenue Boise, Idaho 83712
Karen M. Young	1732 Warm Springs Avenue Boise, Idaho 83712
Michael C. Young	1732 Warm Springs Avenue Boise, Idaho 83712

ARTICLE VII. INCORPORATOR

The name and address of the incorporator of the Corporation are:

<u>Name</u>	<u>Address</u>
Carl W. Harder	P.O. Box 1617 Boise, Idaho 83701

Dated this 10th day of December, 1990.


Carl W. Harder