

# State of Idaho

## Department of State

CERTIFICATE OF AUTHORITY

OF

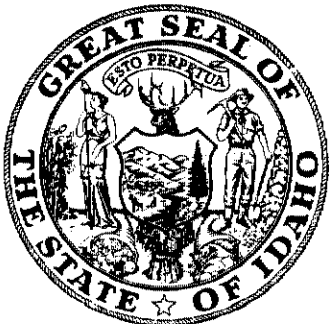
PRIMARY HEALTH, INC.

File Number C 126702

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the Application for such Certificate.

Dated: December 18, 1998



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Amanda Hunt*

# APPLICATION FOR CERTIFICATE OF AUTHORITY **FILED** (fit)

(Instructions on Back of Application)

To the Secretary of State of Idaho:

The undersigned Corporation applies for a Certificate of Authority and states as follows:

Dec 13 1 11 PM '93

1. The name of the corporation is Primary Health, Inc.
2. The name which it shall use in Idaho is \_\_\_\_\_
3. It is incorporated under the laws of Delaware
4. Its date of incorporation is November 20, 1997
5. The address of its principal office is 800 Park Blvd., Suite 760, Boise, Idaho 83712
6. The address to which correspondence should be addressed, if different from item 5, is \_\_\_\_\_
7. The street address of its registered office in Idaho is 1401 Shoreline Drive, Boise, Idaho 83702  
\_\_\_\_\_, and its registered agent in Idaho at that address is Corporation Service Company
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached officers/directors rider		

Dated: \_\_\_\_\_

Primary Health, Inc.

(Corporation name)

By

L. Bryan Shaul

Its Chief Financial Officer

(specify capacity of signer)

Customer Acct # :

**IDaho SECRETARY OF STATE**

(If using pre-paid account)

12/13/1998 08:40  
CK: 6936 CT: 19577 BH: 171360

1 @ 100.00 = 100.00 AUTH PRO # 2  
1 @ 20.00 = 20.00 EXPDITE C # 3

C126702

**Primary Health, Inc.**

**List of Officers and Directors**

<u>Name</u>	<u>Title</u>	<u>Address</u>
Robert V. Hansberger	Director	c/o Primary Health, Inc. 800 Park Boulevard, Suite 760 Boise, ID 83712
Ronald Kase	Director	c/o Primary Health, Inc. 800 Park Boulevard, Suite 760 Boise, ID 83712
Elden R. Mitchell	Director, President and Chief Executive Officer	c/o Primary Health, Inc. 800 Park Boulevard, Suite 760 Boise, ID 83712
Robert D. Gilbert, MD	Director, Chief Medical Officer	c/o Primary Health, Inc. 800 Park Boulevard, Suite 760 Boise, ID 83712
David L. Peterman, MD	Director, Regional Medical Director	c/o Primary Health, Inc. 800 Park Boulevard, Suite 760 Boise, ID 83712
Martin Gabica, MD	Director, Regional Medical Director	c/o Primary Health, Inc. 800 Park Boulevard, Suite 760 Boise, ID 83712
Robert Ditmore	Director	c/o Primary Health, Inc. 800 Park Boulevard, Suite 760 Boise, ID 83712
Ryan Schwarz	Director	c/o Primary Health, Inc. 800 Park Boulevard, Suite 760 Boise, ID 83712
Mitchell Reese (interim)	Director	c/o Primary Health, Inc. 800 Park Boulevard, Suite 760 Boise, ID 83712

L. Bryan Shaul	Chief Financial Officer and Secretary	c/o Primary Health, Inc. 800 Park Boulevard, Suite 760 Boise, ID 83712
Allan Einboden	Vice President of Administration	c/o Primary Health, Inc. 800 Park Boulevard, Suite 760 Boise, ID 83712
Tanna Ferrin	Vice President of Health Services	c/o Primary Health, Inc. 800 Park Boulevard, Suite 760 Boise, ID 83712
Pat Moss	Vice President of Operations	c/o Primary Health, Inc. 800 Park Boulevard, Suite 760 Boise, ID 83712
Stuart Vogelmann	Vice President of Marketing	c/o Primary Health, Inc. 800 Park Boulevard, Suite 760 Boise, ID 83712
Charlie Tillinghast	Vice President of Development	c/o Primary Health, Inc. 800 Park Boulevard, Suite 760 Boise, ID 83712

*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PRIMARY HEALTH, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF NOVEMBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



A handwritten signature in cursive script, reading "Edward J. Freel".

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Edward J. Freel, Secretary of State

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AUTHENTICATION: 9416910

DATE: 11-20-98