



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

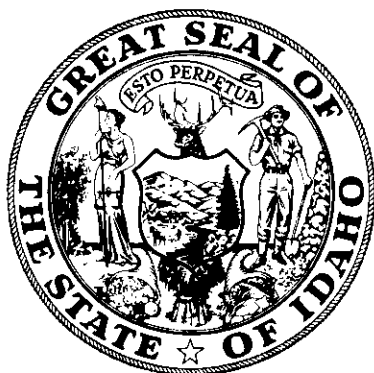
MOUNTAIN HEALTH CLINICS, INC.

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 MOUNTAIN HEALTH CLINICS, INC.

duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated November 23, 19 84.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

No 23 3 31 1984
STATE OF IDAHO

ARTICLES OF INCORPORATION OF
MOUNTAIN HEALTH CLINICS, INC.

KNOW ALL MEN BY THESE PRESENTS: That I, the undersigned, being a natural person of legal age and a citizen of the United States of America, in order to form a corporation for the purposes hereinafter stated, pursuant to the laws of the State of Idaho, do hereby certify as follows:

I.

Name

The name of the corporation shall be "Mountain Health Clinics, Inc.".

II.

Registered Office

The location and post office address of the registered office of the corporation shall be 1503 3rd Street North, Nampa, Idaho 83651.

III.

Registered Agent

The name of the registered agent of the corporation is Terry Reilly.

IV.

Duration

The period of existence and duration of the corporation shall be perpetual.

V.

Corporate Purpose

The exclusive purpose of the corporation shall be to contact and mobilize, to the fullest extent possible, all existing agencies and resources designed to provide health care for persons in communities served by this corporation; to receive gifts and grants of money, property, and services of every kind and to administer the same for the charitable purpose of providing health services for persons in the communities served by this corporation; to finance health services for persons in the communities served by this corporation; to engage in any other activities as may be necessary for the improvement of the health and living conditions of the members of all the communities served by this corporation, as long as such activities are consistent with exempt status under Section 501(c)(3) of the Internal Revenue Code.

VI.

Restrictions

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

Upon the winding up and dissolution of the corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to Community Health Clinics, Inc., an Idaho non-profit corporation, which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code, or if Community Health Clinics, Inc. is not then in existence, to another corporate fund or foundation which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

VII.

Non-Profit Corporation

This corporation shall be a non-profit corporation in accordance with the provisions of Idaho Code Section 30-301 et. seq.

VIII.

No Members

This corporation shall not have members.

IX.

Authorized Capital Stock

The corporation shall have 100 shares of no par value common stock. Each share shall have the same rights, privileges and voting power and shall be nonassessable.

X.

Incorporator

The name and post office address of the incorporator is as follows:

<u>Name</u>	<u>Post Office Address</u>
Terry Reilly	1503 Third Street North Nampa, Idaho 83651

XI.

Directors

There shall be seven (7) directors of the corporation, but the number of directors may be increased or decreased as provided by the By-Laws. The initial directors shall serve until the first election of directors. The directors shall be elected by Community Health Clinics,

Inc., an Idaho non-profit corporation. The initial directors are as follows:

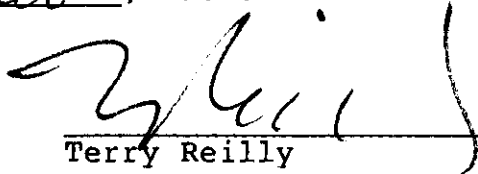
<u>Name</u>	<u>Post Office Address</u>
Barbara Youren, C.R.N.P.	P.O. Box 258 Horseshoe Bend, Idaho 83629
Betty Weatherby, C.R.N.P.	HC 76, P.O. Box 2152 Garden Valley, Idaho 83622
Marie Osborn, C.R.N.P.	Box 20 Stanley, Idaho 83278
Nita James	Mountain Village Motel Stanley, Idaho 83278
Pauleen Grant	P.O. Box 416 Horseshoe Bend, Idaho 83529
Jackie Mason	1055 N. Curtis Road Boise, Idaho 83706
Ardis Briggs	HC 76, Box 2403 Garden Valley, Idaho 83622

XII.

By-Laws

The Board of Directors, by a majority vote, shall have the power to adopt By-Laws, and to repeal and amend By-Laws. Should the By-Laws authorize nine or more members of the Board of Directors, the By-Laws may further authorize the directors may be divided into two (2) or three (3) classes pursuant to Idaho Code Section 30-1-37.

IN WITNESS WHEREOF, the undersigned incorporator of
said corporation has hereunto set his hand and seal this
21st day of November, 1984.



Terry Reilly

STATE OF IDAHO)
 :SS
County of Canyon)

On this 21st day of November, 1984,
before me, the undersigned, a Notary Public in and for said
State, personally appeared TERRY REILLY, known to me or
identified to me to be the person whose name is subscribed to
the foregoing instrument, 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