



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

CHILDRENS' FAMILY CENTER OF IDAHO, INC.

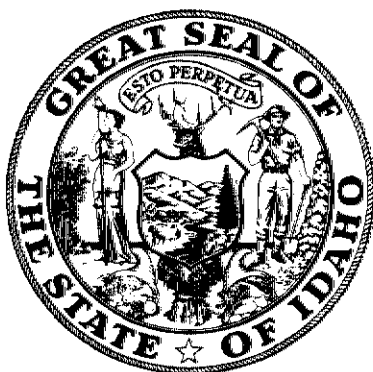
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

CHILDRENS' FAMILY CENTER OF IDAHO, 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 March 10, 1986.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

MAR 10 3 21 PM '86

SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

CHILDRENS' FAMILY CENTER OF IDAHO, INC.

AN IDAHO NON-PROFIT CORPORATION

MAR 5 11 57 AM '86
SECRETARY OF STATE

NAME OF CORPORATION: The name of this corporation shall be:

CHILDRENS' FAMILY CENTER OF IDAHO, INC.

DURATION: The corporation shall have perpetual existence.

PURPOSE: The Corporation is organized and shall be operated exclusively as a charitable corporation for these purposes:

1. To provide housing and other assistance for family members of child patients receiving specialized care and other patients during periods of treatment at Boise, Idaho, area medical facilities.
2. To attract substantial support from contributions and other sources for the sole and exclusive use and benefit of the charitable purposes of the corporation.

RESTRICTIONS: The corporation shall not in any manner, directly or indirectly, have any authority to do any of the following:

1. The corporation will not engage in the practice of medicine.
2. The corporation has not been formed for pecuniary profit or financial gain and no part of the assets, income or profit of the corporation shall be distributable to or inure to the benefit of the Directors or Officers of the corporation except to the extent permitted under the Idaho Nonprofit Corporation Act (Title 30, Chapter 3, Idaho Code).
3. No substantial activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation.
4. The corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office.
5. Under no circumstances shall the corporation carry on any other activity not permitted to be carried on by a

corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue Law) or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue Law).

REGISTERED AGENT: The registered agent of this corporation shall be Eugene C. Gunderson, Mountain States Tumor Institute, 151 East Bannock, Boise, Idaho 83702

REGISTERED OFFICE: The registered office of this corporation is located at 151 East Bannock, Boise, Idaho 83702.

MEMBERS: The initial members of the corporation shall be the incorporators named in these articles of incorporation. Additional members and classes of membership shall be determined as set out in the Bylaws of the corporation. The rights of all members shall be set out in the Bylaws. No membership certificates shall be issued unless required by the Bylaws. Any class of membership may be assessed or exempted from assessment in the manner set out in the Bylaws. The amount and method of collection of any assessments shall be determined by the Board of Directors.

BOARD OF DIRECTORS: The initial Board of Directors shall be 9 Directors. The Board of Directors shall have the power to amend the Bylaws from time to time to increase the number of Directors to no more than 25. The Board of Directors shall have the power to amend the Bylaws without restriction and to elect successor Directors.

PRIVATE PROPERTY NOT LIABLE: The private property of the Members, Directors and officers of the corporation shall not be subject to the payment of any debts of the corporation.

PROHIBITION ON PAYMENTS: No Director or officer of the corporation shall receive any of the income or other property of the corporation except to the extent that any such person receives payment for services actually rendered, materials furnished, actual expenses incurred or money loaned to the corporation. All funds of the corporation shall be used exclusively to carry out the purposes of the corporation.

OFFICERS: The officers of the corporation shall be elected by the Board of Directors as provided in the Bylaws.

DISTRIBUTION ON DISSOLUTION: On the dissolution or other termination of the corporation, no part of the property of the corporation or any of the proceeds shall be distributed to or inure to the benefit of any Member, Director or Officer of the corporation, but all such property

and proceeds, subject to the discharge of the valid obligations of the corporation and to the applicable provisions of the Idaho Nonprofit Corporation Act (Title 30, Chapter 3, Idaho Code), shall be distributed in this manner:

First, to any successor corporation or association that may be formed to assume the duties and responsibilities of this corporation if that corporation or association also qualifies as a tax-exempt organization under the Internal Revenue Code of 1954, as it now exists or may later be amended.

Second, to any other organization qualifying as a tax-exempt organization under the Internal Revenue Code of 1954, as it now exists or may later be amended, with preference to organizations similar in nature to this corporation and operating in the Pacific northwest.

INITIAL BOARD OF DIRECTORS: The names and addresses of the initial Board of Directors are:

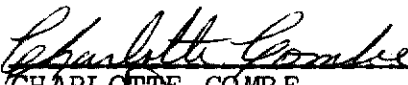
1. Charlotte Combe, Parents for Parent Support, 3275 Whitman Drive, Boise, Idaho 83706
2. Tim Daley, Attorney, 1209 North 17th St., Boise, Idaho 83702
3. Sally Darmody, McDonald's owner-operator, 5400 Franklin Road - Suite G, Boise, Idaho 83707
4. Eugene G. Gunderson, Mountain States Tumor Institute, 151 East Bannock, Boise, Idaho 83702
5. William H. Hall, Jr., McDonald's owner-operator, 407 South 9th, Caldwell, Idaho 83605
6. Meredy Korstad, Junior League of Boise, 3790 North Cole Road, Boise, Idaho 83704
7. Robert E. Lindsay, MD, Pediatrician, 650 North Cole Road, Boise, Idaho 83704
8. James C. Stewart, President, Moore Financial Services, Inc., P.O. Box 8247, Boise, Idaho 83733
9. Bonita K. Vestal, MD, Pediatrics Oncologist, 151 East Bannock, Boise, Idaho 83702

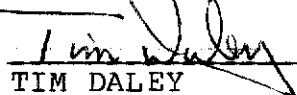
INCORPORATORS: The name and address of each incorporator is:

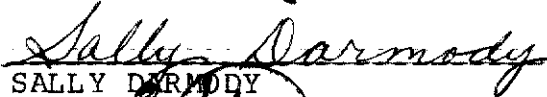
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9. Bonita K. Vestal, MD, Pediatrics Oncologist, 151 East Bannock, Boise, Idaho 83702

SIGNATURES: We are the incorporators of this corporation. We are all of legal age and citizens of the United States of America. We sign these Articles of Incorporation on February 25, 1986.


CHARLOTTE COMBE


TIM DALEY


SALLY DARMODY


EUGENE G. GUNDERSON


WILLIAM H. HALL, JR.


MEREDY KORSTAD


ROBERT E. LINDSAY, MD


JAMES C. STEWART


BONITA K. VESTAL