



CERTIFICATE OF INCORPORATION
OF

FAMILY MEDIATION SERVICES OF IDAHO, INC.

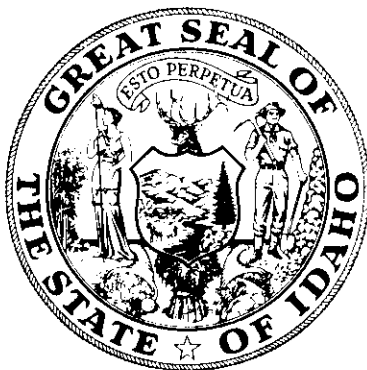
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of Articles of Incorporation for the incorporation of _____

FAMILY MEDIATION SERVICES OF IDAHO, INC.

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: April 13, 1982



SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF
FAMILY MEDIATION SERVICES OF IDAHO, INC.

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, being natural persons of full age and citizens of the United States of America, do, under and in pursuance of the General Corporation Laws of the State of Idaho, hereby organize, constitute and associate ourselves, and such other persons as may hereafter be associated with us, into a body politic, and corporate, and to that end, and for the purposes hereinafter stated, execute the following Articles of Incorporation, and we hereby certify and declare as follows:

I.

That the name of this corporation is and shall be:

FAMILY MEDIATION SERVICES OF IDAHO, INC.

II.

The period of duration or existence of this corporation shall be perpetual.

III.

That the principal and registered office of this corporation shall be located at 836 East Center, Suite C, Pocatello, Idaho, and that other offices for the transaction of corporation business may be established by the Board of Directors from time to time, both within and outside the state of Idaho.

IV.

That the name of the registered agent of said corporation is Richard L. Butcher, whose business address is 836 East Center, Suite C, Pocatello, Idaho, 83201

V.

That the purposes for which the corporation is formed, and the business and objects to be carried on and promoted by it, are as follows:

- A. To engage in the business and endeavor of mediation, including (but not limited to) family mediation services, counseling therapy, marriage and divorce counseling, group therapy and mediation services in general.
- B. To provide services to individuals and couples experiencing distress during separation or divorce; and group counseling for individuals experiencing distress during the divorce process or in the course of separation (whether or not Court-Decreed).
- C. To provide child custody evaluations, including social work assessments and recommendations to individuals, families and the Courts in child custody arrangements and disputes.
- D. To provide both marital and family therapy for couples or families who seek to resolve difficulties between themselves or with a child or children.

- E. To provide consultation to institutions, including (but not limited to) schools, churches, industries, agencies or other entities as may seek guidance or services for resolution or solution of conflict within its structure, resulting from various and sundry causes including domestic relations considerations.
- F. To render continuing and follow-up services subsequent to divorce, separate maintenance and voluntary separation.
- G. To encourage and assist in a cooperative approach to separation and divorce, and with a special view toward maintaining meaningful family relationships during the trauma of divorce, separate maintenance of stipulated separation.
- H. To purchase or otherwise acquire, own, hold, lease, sell, exchange, assign, transfer, mortgage, pledge or otherwise dispose of, to guarantee and to invest, trade and deal in and with personal property and chattels of every class and description.
- I. To purchase, improve, develop, lease, exchange, sell, dispose of and otherwise deal in and turn to account real property; and to purchase, lease, build, construct, erect, occupy and manage buildings and real property developments of every kind and character; and to finance the purchase, improvement, development and construction of land and buildings belonging to or to be acquired or leased by this company, or any other person, firm or corporation.
- J. To incur indebtedness and to raise, borrow or secure the payment of money in any lawful manner, including the right to mortgage its property and to issue and sell debentures, obligations, negotiable and transferable instruments, and evidence of indebtedness of all kinds, and to secure the same by pledge, mortgage, Deed of Trust or otherwise; to borrow money of its shareholders, to issue debentures or other negotiable instruments therefore, and authorize payment of interest thereon.
- K. To transact the business of investing, on behalf of itself or others, any part of its capital and such additional funds as it may attain, or any interest therein, either as tenant in common or otherwise, and selling or otherwise disposing of the same, or any part thereof, or any interest therein.
- L. To have and exercise the powers and do any of those acts, things and purposes set forth in Section 30-1-3 and Section 30-1-4 of the Idaho Code, and any and all amendments thereto.
- M. To do any and all other things necessary, suitable and proper for the accomplishment of any of the purposes, or for the attainment of any of the objects or for the exercise of any of the powers herein set forth, whether specified or not, either alone or in conjunction with other firms, individuals or corporations, and to do any other act or acts, thing or things, incidental or pertinent to, or connected with the business hereinbefore described, or any part or parts thereof, and to promote the objects for which said corporation is formed.

VI.

That the total authorized capital of said corporation

shall be TWENTY-FIVE THOUSAND DOLLARS (\$25,000.00) consisting of and divided into TWO HUNDRED FIFTY (250) shares of capital stock of the par value of ONE HUNDRED DOLLARS (\$100) per share, and the entire voting stock of this corporation shall be divided into equal 250 shares.

VII.

That the amount of capital stock of this corporation which has actually been subscribed is 20 shares of capital stock.

VIII.

That the shares of this corporation are not subject to assessment.

IX.

That the names and post office addresses of each of the incorporators, together with the number of shares and the par value of the stock subscribed by each incorporator are as follows:

<u>NAMES AND ADDRESSES</u>	<u>SHARES</u>	<u>PAR VALUE</u>
Richard L. Butcher 167 Mesa Drive Pocatello, Idaho	10	\$ 100.00
Shirley Jean Kaune 2121 Marigold #8 Pocatello, Idaho	10	\$ 100.00

X.

With regard to the initial directors named by the incorporators to serve until the first election of directors, the names and post office addresses of such Board of Directors are

Richard L. Butcher
167 Mesa Drive
Pocatello, Idaho

Shirley Jean Kaune
2121 Marigold #8
Pocatello, Idaho

XI.

The corporate powers, business and property of this company shall be managed and controlled by a Board of not less than two (2) nor more than five (5) directors. Initially or until changed by the Board of Directors, there shall be two (2) directors.

XII.

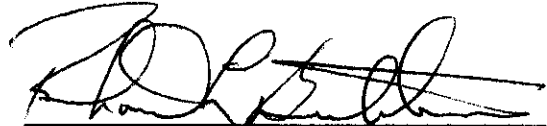
The power to repeal and amend the By-laws and adopt new By-laws is conferred upon the Directors, as well as upon the shareholders, to be exercised by such vote of the Directors or of the allotted shares, as the case may be; provided, however, not less than a majority of the allotted shares or a majority of the directors as may be fixed by the By-laws.

XIII.

The corporation shall have the power to purchase, hold, sell, and transfer shares of its own capital stock, provided, however, its funds or property shall not be used for the purchase of shares of capital stock issued by it

if such use should cause an impairment of its capital; provided, further, that the shares of capital stock so purchased shall not be voted at meetings of the shareholders, and shall be eliminated in determining the presence of a quorum at such meetings.

IN WITNESS WHEREOF, we have set our hands and seals, in triplicate, this 12th day of April 1982.



Richard L. Butcher


Shirley Jean Kaune

STATE OF IDAHO)
 : ss
COUNTY OF BANNOCK)

On this 12th day of April, 1982, before me, the undersigned, personally appeared Richard L. Butcher and Shirley Jean Kaune, known to me to be the persons whose names are subscribed to the within and foregoing Articles of Incorporation, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal the day and year first above written.


NOTARY PUBLIC FOR IDAHO
Residing at Pocatello, Idaho
Commission Expires: 21 April 1983

(SEAL)