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State of Idaho

Department of State

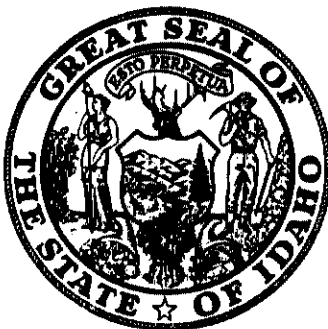
CERTIFICATE OF INCORPORATION OF

BART B. MORRISON, D.D.S.-M.S., P.A.

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: August 31, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl DeWitt*

ARTICLES OF INCORPORATION

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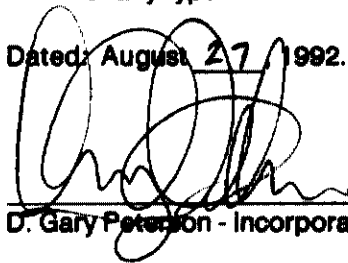
1. The name of the corporation is Bart B. Morrison, D.D.S. - M.S., P.A.
2. The period of its duration is perpetual.
3. Its purpose is to transact the business of dentistry and all other activities necessary, suitable or convenient to the practice of dentistry.
4. It shall have authority to issue 1,000 shares, all in one class, \$1 par value.
5. The address of its initial registered office is 683 No. Capital, Idaho Falls, Idaho 83402 (P. O. Box 51718, zip code 83405-1718). The name of its initial registered agent at such address is Winston V. Beard.
6. The number of directors constituting its initial board of directors is one, whose name and address is Bart B. Morrison, D.D.S. - M.S., 2860 Channing Way, Idaho Falls, Idaho 83404
7. The name and address of the sole incorporator is D. Gary Peterson, 683 North Capital, P. O. Box 51718, Idaho Falls, Idaho 83405-1718
8. The following provisions shall govern the shares and shareholders of the corporation:
 - a. Only a natural individual can become a shareholder and only if he or she is licensed to practice dentistry in the state of Idaho, is actively practicing dentistry in the state of Idaho, is not an officer, director or shareholder in any other professional corporation, and has accepted an offer of employment with this corporation.
 - b. The voting rights associated with each share may not be voted by agreement or any other type of arrangement vesting another person with authority to exercise the voting power of any of his or her shares.
 - c. If any officer, shareholder, agent or employee of the corporation (1) becomes legally disqualified to practice dentistry within the state of Idaho, (2) accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of dentistry, (3) dies, (4) is adjudicated incompetent, or (5) retires, he shall no longer be employed by the corporation and the corporation shall immediately redeem the shares owned by that person unless the person otherwise lawfully transfers his shares in compliance with these articles of incorporation, the corporation's by-laws or any buy-sell agreements entered into by the shareholder and approved by the corporation. All employment agreements between the corporation and its employees shall incorporate the provisions of this paragraph.

d. No shareholder may sell or transfer his shares except to the corporation or another individual who is eligible to be a shareholder of this corporation. A sale or transfer may be made only after it has been approved by a majority vote at a shareholder's meeting specially called for that purpose. If the corporation has previously passed a bylaw, adopted a resolution, or approved an agreement governing the sale or transfer of shares, it must approve any sale or transfer made in conformity with such bylaw, resolution or agreement. At the shareholder's meeting, the shares of stock held by the shareholder proposing the sale or transfer of his shares may not be voted or counted for any purpose, unless all shareholders consent to the voting of his stock.

e. The board of directors may adopt bylaws governing the redemption of any shares pursuant to paragraph 8c. The board of directors may also by resolution approve shareholder cross purchase agreements. The corporation may enter into share redemption agreements with the shareholder. If no such bylaws, resolutions or agreements are in effect, the corporation shall redeem shares under paragraph 8c at the value the board, after having received competent disinterested advice, determines to be their fair market value.

f. The shareholders shall have no pre-emptive rights to acquire additional shares of any type.

Dated: August 27, 1992.



D. Gary Peterson - Incorporator

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