

**ARTICLES OF INCORPORATION  
PROFESSIONAL SERVICE CORPORATION**

**FILED EFFECTIVE**

2004 NOV 17 AM 9:09

THE UNDERSIGNED subscriber to these Articles of Incorporation, a natural person competent to contract, in order to form a Professional Service Corporation under the provisions of Title 30, Chapter 13, Idaho Code, submits the following Articles of Incorporation:

**ARTICLE I**

**Name**

The name of the professional corporation shall be BEEHIVE REHABILITATION AND COUNSELING, P.A..

**ARTICLE II**

**Nature of Business**

The purpose of the corporation is to engage in the PROFESSION of psycho-social rehabilitation, counseling and therapy and any other lawful activities not prohibited to a corporation engaging in such profession by applicable laws and regulations of the United States, the State of Idaho, or any other state, country, territory, or nation.

**ARTICLE III**

**Capital Stock**

The maximum number of shares of stock that this corporation is authorized to issue is three (3). Such capital stock shall not be issued or transferred to anyone other than a person who is duly licensed or otherwise legally authorized to render the specific professional services for which the corporation is incorporated.

**ARTICLE IV**

**Registered Agent**

The street address of the initial registered office of the corporation is 2900 Rollandet Avenue, Idaho Falls, Idaho 83402 and the name of this professional corporation's initial agent for service of process at that address is Nancy J. Monson.

**ARTICLE V**

**Incorporator**

The name and address of the incorporator of this corporation is Eric Olson, 595 Shoup Avenue, Suite 105B, Idaho Falls, Idaho 83402.

IDAHO SECRETARY OF STATE  
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**ARTICLE VI**  
**Corporate Office Address**

The mailing address of the corporation shall be 595 Shoup Avenue, Suite 105B, Idaho Falls, Idaho 83402.

**ARTICLE VII**  
**Limitation of Liability**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder, or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder, or officer may be entitled to as a matter of law.

The corporation shall be liable up to the full value of its property for any negligent or wrongful acts or misconduct committed by any of its officers, shareholders, agents or employees while they are engaged on behalf of the corporation in the rendering of professional services.

**ARTICLE VIII**  
**Personal Liability**

No director, stockholder, officer, agent, or employee shall be personally liable for the debts of the corporation for money damages for any action taken, or any failure to take any action, as a director, stockholder, officer, agent, or employee except liability for (1) the amount of a financial benefit received by said director, stockholder, officer, agent, or employee to which he or she is not entitled, (2) an intentional infliction of harm on the corporation or the shareholders, (3) an intentional violation of criminal law, or (4) as otherwise provided by law.

**ARTICLE IX**  
**Tax Status**

This corporation elects to be taxed under Subchapter S of the Internal Revenue Code.

Signature of Incorporator

  
Eric Olson, Incorporator

Customer Acct #:

(If using pre-paid account)

Secretary of State use only