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SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF INCORPORATION
OF
MOUNTAIN VIEW HOSPITAL CHARITY, INC.**

KNOW ALL MEN BY THESE PRESENTS:

That to effect organization of a nonprofit corporation organized under Title 30, Chapter 3, Idaho Code (Idaho Nonprofit Corporation Act), the following are hereby declared the articles of incorporation of the corporation.

I.

The name of the corporation is "Mountain View Hospital Charity, Inc."

II.

The corporation is organized exclusively for charitable, scientific, literary and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under § 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code. The corporation shall be a nonprofit corporation, and its principal function shall be to fund charitable scientific, literary and educational programs and endeavors in the eastern Idaho service area of Mountain View Hospital, LLC (including, but not limited to, programs and endeavors in the arts); and all activities reasonably related thereto.

III.

The powers of the corporation shall be co-extensive with those provided for in Idaho Code §§ 30-3-24 and 30-3-25, being sections of the Idaho Nonprofit Corporation Act, including (but not limited to) the power to accept donations or contributions of money, property (whether real or personal) or any other thing of value; and to engage in any and all activities as are incidental or conducive to the attainment of the purposes of the corporation as set out in Article II, above. Provided, further, the corporation shall exercise only such powers as are in furtherance of the exempt purposes of the corporation set forth in that portion of § 501(c) of the Internal Revenue Code of 1986, under which the corporation chooses to qualify for tax exemption, as the same now exists, or as it may be amended from time to time. Nothing herein contained shall be deemed to authorize or permit the corporation to carry on any business for profit, or to exercise any power or do any act that a corporation formed under the Idaho Nonprofit Corporation Act, as amended, may not lawfully carry on or do.

IV.

The duration of this corporation shall be perpetual.

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V.

The street address of the corporation's registered office in the State of Idaho is: 2325 Coronado Street, Idaho Falls, Idaho 83404. The name of the corporation's registered agent at such street address is Josh Tolman.

VI.

The number of directors constituting the initial board of directors of the corporation is three (3). The names and addresses of the persons who shall serve as initial directors of the corporation are:

<u>Name</u>	<u>Address</u>
Josh Tolman	2325 Coronado Street Idaho Falls, ID 83404
Richael Belnap	2325 Coronado St. Idaho Falls, ID 83404
Kathy Andary	2325 Coronado Street Idaho Falls, ID 83404

VII.

Under the authority of Idaho Code §30-3-36, the corporation shall not have members, and sole governance of the corporation shall be through its Board of Directors. At the organizational meeting of the initial Board of Directors named in Article VI, above, the initial Board of Directors shall elect their successors (which may include themselves), as provided in Idaho Code §30-3-66. The Board of Directors so elected shall consist of 5 to 15 board members as the initial Board of Directors may determine; with subsequent Boards of Directors to be elected by the then current Board of Directors for the term specified in the By-Laws of the corporation. Increase in the number of directors beyond the maximum number provided in this Article (or decrease to less than the minimum here provided) shall be by amendment to the By-Laws of the corporation as provided in Idaho Code §30-3-65(2).

VIII.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to any members the corporation may have in the future, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the corporation

shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under § 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under § 170(c)(2) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

IX.

Upon dissolution of the corporation, and after payment (or provision for payment) of all liabilities of the corporation, the assets shall be distributed for one or more exempt purposes within the meaning of § 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of pursuant to order of the District Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

X.

The corporation shall not issue certificates of membership, and shall not engage in business for profit, but shall be supported by grants, gifts, bequests, benefits and contributions.

XI.

Except as provided in Article VIII, above, no part of the earnings, income, or receipts of the corporation shall ever inure to the benefit of or be distributed to: (a) any individual member, or members of the corporation (if the corporation later has members); (b) any officer or director of the corporation; or (c) any other person.

XII.

The corporation shall comply with the requirements of Idaho Code § 30-3-13. The corporation shall also comply with the following:

(A) The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(B) The corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(C) The corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(D) The corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(E) The corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

XIII.

Regulation and management of the internal affairs of the corporation shall be as provided by the By-Laws of the corporation, which By-Laws, not inconsistent with law or with these Articles of Incorporation, shall be adopted by the Board of Directors pursuant to Idaho Code § 30-3-21.

XIV.

The By-Laws of the corporation may be altered, amended, or repealed by the Board of Directors at any regular meeting of the directors of the corporation or at any special meeting of the directors thereof, called for that purpose, in the manner provided in Idaho Code § 30-3-97, by the affirmative vote of a majority of the directors present in person or by proxy, at such meeting; provided that a quorum as specified in the By-Laws of the corporation or the laws of the State of Idaho be present. No amendment shall be put to vote, unless written notice shall have been mailed to each director of the corporation not less than 10, nor more than 50, days previous to the meeting at which the amendment is to be voted on, said notice to state the proposed alteration, amendment or repeal.

XV.

The name and address of the incorporator is:

Joshua Tolman
Chief Administrative Officer
Mountain View Hospital, LLC
2325 Coronado Street
Idaho Falls, ID 83404

DATED this 1 day of October, 2012.


Joshua Tolman, Incorporator