

State of Idaho

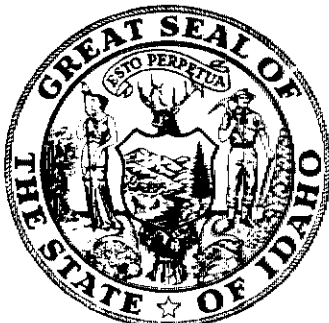
Department of State

CERTIFICATE OF AUTHORITY
OF
SUMMERWINDS CENTERS, INC.
File Number C 123270

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the Application for such Certificate.

Dated: March 18, 1998



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sonya Harold*

202

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

Instructions on Back of Application

To the Secretary of State of Idaho

The undersigned Corporation applies for a Certificate of Authority and State Seal.

APR 18 4 32 PM '98
SECRETARY OF STATE1. The name of the corporation is SummerWinds Centers, Inc.2. The name which it shall use in Idaho is SummerWinds Centers, Inc.3. It is incorporated under the laws of Delaware4. Its date of incorporation is March 11, 19985. The address of its principal office is 815 Park Boulevard, Suite 310, Boise, Idaho 83702

6. The address to which correspondence should be addressed, if different from item 5, is _____

7. The street address of its registered office in Idaho is 200 North 23rd St., Boise, Idaho 83702_____ and its registered agent in Idaho at that address is Corporation Service Company

8. The names and respective business addresses of its directors and officers are

Name	Office	Address
Walter C. Minnick	Chairman and Chief Executive Officer; Director	815 E. Park Blvd., Suite 310 Boise, Idaho 83702
Mike Berglund	Vice President and Chief Operating Officer; Director	SAME
Patricia Stiburek	Corporate Secretary and Treasurer; Director	SAME
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated 3-18-98
SummerWinds Centers, Inc.By Walter C. Minnick
WALTER C. MINNICKis Chairman & CEO
(Specify capacity or signature)

Customer Acceptance

Secretary of State Use Only

IDAHO SECRETARY OF STATE

03/18/1998 04:30
CK: NO CK # CT: 19577 BH: 92141

1 @ 100.00 = 100.00 AUTH PRO

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SUMMERWINDS CENTERS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF MARCH, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



A handwritten signature in dark ink, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION: 8975074

DATE: 03-17-98