



CERTIFICATE OF INCORPORATION
OF

SANDPOINT CONVALESCENT SERVICES, INC.

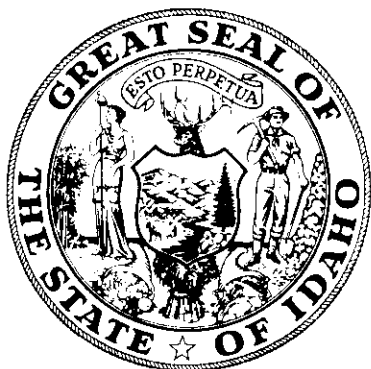
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

SANDPOINT CONVALESCENT SERVICES, 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: *March 1, 1983*



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

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SECRETARY OF
ARTICLES OF INCORPORATION
OF

SANDPOINT CONVALESCENT SERVICES, INC.

KNOW ALL MEN BY THESE PRESENTS: That I, the undersigned, a natural person of full age, a citizen of the United States of America and resident of the State of Idaho, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

I.

The name of the corporation shall be SANDPOINT CONVALESCENT SERVICES, INC.

II.

The term for which said corporation shall exist shall be in perpetuity.

III.

The objects and purposes for which this corporation is organized shall be the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

IV.

The capital stock of this Corporation shall consist of One Hundred (100) shares of nonassessable, common stock, without par value.

V.

The location and post office address of the initial registered office of this corporation in the State of Idaho shall be 711-1/2 West Bannock, P.O. Box 199, Boise, Idaho 83701. The initial registered agent of this corporation is Donald W. Lojek and his address is 711-1/2 West Bannock, P.O. Box 199, Boise, Idaho 83701.

VI.

The business of this corporation shall be managed and conducted by a Board of Directors of initially two Directors. The initial Directors shall be as follows:

<u>Name</u>	<u>Address</u>
Craig A. Johnson	220 South Division Route #2 P.O. Box 145 Sandpoint, Idaho 83864
Donna L. Johnson	220 South Division Route #2 P.O. Box 145 Sandpoint, Idaho 83864

VII.

The name and post office address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Donald W. Lojek	711-1/2 West Bannock P.O. Box 199 Boise, Idaho 83701

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1st day of March, 1983.

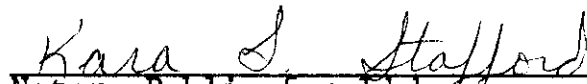


Donald W. Lojek

STATE OF IDAHO)
 : ss.
County of Ada)

On this 1st day of March, 1983, before me, the undersigned, a Notary Public in and for said County and State, personally appeared DONALD W. LOJEK, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

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


Notary Public for Idaho
Residence: Boise, Idaho