



## Department of State.

### CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

#### IDAHO MEDICAL SURGICAL BUILDING, INC.

was filed in the office of the Secretary of State on the **Fifth** day of **June** A.D. One Thousand Nine Hundred **Sixty-four** and duly recorded on Film No. **129** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for **perpetual existence** from the date hereof, with its registered office in this State located at **Boise** in the County of **Ada.**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **5th** day of **June**, A.D., 19**64**.

Secretary of State.

ARTICLES OF INCORPORATION  
OF  
IDAHO MEDICAL SURGICAL BUILDING, INC.

KNOW ALL MEN BY THESE PRESENTS, That we, the undersigned, HENRY F. KOCH, MARJORIE E. KOCH, and GLENN E. TALBOY, all of whom are natural persons and citizens of the United States of America, over the age of 21 years, have this day voluntarily associated ourselves together for the purpose of forming a private corporation under the laws of the State of Idaho, and we hereby do adopt the following Articles of Incorporation:

I

The name of this corporation is and shall be IDAHO MEDICAL SURGICAL BUILDING, INC.

II

The terms of this corporation is and shall be perpetual.

III

The location and post office address of the registered office of this corporation in this state is Boise, Ada County, State of Idaho.

IV

The number of directors of this corporation shall be three unless and until prescribed otherwise by the bylaws of this corporation.

V

The names and the office addresses of each of the incorporators and the number of shares subscribed by each is as follows:

<u>NAME</u>	<u>OFFICE ADDRESS</u>	<u>NUMBER OF SHARES</u>
Henry F. Koch	621 State Boise, Idaho	One
Marjorie E. Koch	621 State Boise, Idaho	One
Glenn E. Talboy	1415 East Fort Boise, Idaho	One

The total authorized number of shares to be issued by this corporation shall be One Thousand (1,000) shares of common stock, each share having a par value of ONE HUNDRED DOLLARS (\$100.00), making an aggregate par value of ONE HUNDRED THOUSAND DOLLARS (\$100,000.00).

## VI

The purposes for which this corporation is formed are:

1. To acquire, hold, use, assign, lease, grant licenses in respect of, mortgage, sell, or otherwise dispose of patents or patent rights, licenses, copy rights, trademarks, improvements and processes, granted by the government of the United States or any foreign country, regardless of whether said patents or patent rights, licenses, copy rights, trade names, improvements and processes are used independent of or in connection with any other business of this corporation.
2. To acquire by purchase, or otherwise, and to pay for in cash, stocks, debentures, or bonds of this corporation, or otherwise, the good will, rights, assets and property, and to undertake and assume, in whole or in part, the obligations or liabilities of any firm, person, association, or corporation.
3. To purchase, guarantee, assign, transfer, mortgage, pledge, sell or otherwise dispose of, shares of corporate stock, bonds, debentures, securities or evidence of indebtednesses issued by any other corporation or corporations organized under the laws of any of the various states of the United States or under the laws of the United States Federal Government or the government of any foreign country or under any county, state, or municipal government and to purchase or otherwise acquire and hold and sell and convey any and all bonds or other securities issued by any municipal, county, or state government or by the government of the United States or any foreign country, and while the owner thereof to exercise all of the rights, powers, and privileges of ownership.
4. To issue bonds, debentures or obligations of this corporation, from time to time, for any of the objects or purposes of this corporation, and to secure the payment by mortgage, pledge, trust, deed of trust or otherwise.
5. To purchase, hold, sell, and transfer the shares of its capital stock;

provided it shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital; and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly.

6. Without restrictions or limitation as to amount, to purchase, or otherwise acquire, to own and to hold, sell, and as lessee to lease or rent and to deal in real estate or interest in real estate located in any county, state or foreign country in which this corporation is or becomes qualified to do business; and to use, manage, operate, mortgage, hypothecate and as lessor to lease or rent, and to assign, convey, sell or otherwise dispose of said real estate, or parts or parcels thereof or interest thereon.

7. Without restrictions or limitations as to amount, to purchase, or otherwise acquire, to own and to hold, sell, and as lessee to lease or rent and to deal in personal property or interest in personal property located in any county, state or foreign country in which this corporation is or becomes qualified to do business; and to use, manage, operate, mortgage, lease and as lessor to rent, and to assign, convey, sell or otherwise dispose of said personal property, or parts or parcels thereof or interest thereon.

8. Without restriction or limitation as to location, to establish, maintain, and operate one or more offices incidental and necessary to carry on all or part of its corporate business.

9. To acquire, own, engage in, manage, conduct, operate and sell or otherwise dispose of any and all types of business not expressly inconsistent with the purposes herein set forth and in general, to carry on and conduct any and all business in connection with or to the foregoing objects and powers, and to have and exercise all of the powers conferred by the Business Corporation Act of the State of Idaho, and to do any and all things heretofore set forth to the same extent as an individual might or could do.

10. To do and perform any and all of its purposes and objects alone, in

its own name, or with others as a joint venture, partner, or member of an association.

11. The foregoing clauses shall be construed both as objects and powers and it hereby is expressly provided that the foregoing enumerations of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 1 day of June, 1964.

Henry F. Koch  
Henry F. Koch

Marjorie R. Koch  
Marjorie R. Koch

Glenn E. Talbot  
Glenn E. Talbot

STATE OF IDAHO )  
County of Ada ) ss.

On this 1 day of June, 1964, before me, the undersigned, a notary public in and for said State, personally appeared HENRY F. KOCH, MARJORIE R. KOCH, and GLENN E. TALBOT, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

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

Ruby E. Talbot  
Notary Public for Idaho  
Residing at Boise, Idaho