

FILED/EFFECTIVE

ARTICLES OF INCORPORATION OF HOSPICE OF EASTERN IDAHO, INC.

00 APR 10 10:33
CLERK OF STATE
IDAHO
04/10/2000 10:33 AM
CT: 1646 IN: 307234
10.00 = 30.00
C133442

The undersigned, acting as incorporator, desires to form a non-profit corporation under the Idaho Nonprofit Corporation Act, Idaho Code § 30-3-1 *et seq.*, does hereby certify and adopt the following articles:

I. NAME

The name of the corporation shall be **Hospice of Eastern Idaho, Inc.**

II. ORGANIZATION AND PURPOSES

The corporation is organized as a non-profit corporation under the laws of the State of Idaho, for the following purposes:

A. The corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

B. As a further enumeration of its corporate purposes, but not by way of limitation, this corporation is organized to: (1) provide hospice and palliative care to persons in need of such care; and (2) to educate the public — including health care professionals, family members, and others — about end-of-life, grief and bereavement issues

C. In so doing, the corporation is authorized to receive and administer funds for scientific, religious, educational, and charitable purposes and to that end to take and hold by bequest, devise, gift, grant, purchase, lease, or otherwise, either absolutely or jointly with any other person, persons, or corporation, any property, real or personal, tangible or intangible, or any undivided interest therein, without limitation as to the amount or value; to sell, convey or otherwise dispose of such property and to invest, reinvest, or deal with the principal or the income thereof in such manner as will best promote the purposes of the corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these articles of incorporation, the bylaws of this corporation, or any laws of the United States or any state where the corporation might do business.

D. In general, the corporation is authorized to do any and all acts and things, and to exercise any and all powers which it may now or hereafter be lawful for the corporation to do

or exercise under and pursuant to the laws of the State of Idaho or any other jurisdiction for the purpose of accomplishing any of the purposes of the corporation.

E. Notwithstanding any of the foregoing, the corporation is not authorized to carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended.

III. DURATION

The duration of existence of this corporation shall be perpetual.

IV. INCORPORATOR

The name and address of the person who is the Incorporators and initial director of the corporation is:

Name

Address

Marilyn Watts

454 10th Street
Idaho Falls, ID 83404

VI. EARNINGS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, directors, 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 IV 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 any candidate for public office. Notwithstanding any other provision 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 Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

VII.
DISSOLUTION

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, 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 by the district court of the judicial district and 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.

VIII.
MEMBERS AND DIRECTORS

A. The corporation shall have no members.

B. The board of directors shall consist of not less than three (3) nor more than twelve (12) persons, although in the event for any reason the board shall consist of less than three (3) persons, the remaining directors may elect sufficient additional directors to bring the board into compliance with this provision.

B. The term of the persons serving on the board shall be one year.

C. The board shall elect successor member-directors in accordance with Idaho Code § 30-3-66, et seq.

C. The initial directors of the corporation shall be elected at the organizational meeting of the corporation. Until such time, the incorporator shall serve as a sole director, with full power to act on behalf of the corporation.

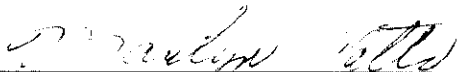
IX.
REGISTERED AGENT

The initial registered office of the corporation shall be 454 10th Street, Idaho Falls, ID 83404. The name of the initial registered agent at that address shall be Marilyn Watts.

X.
AMENDMENT

These Articles of Incorporation may be amended by a vote of the members or directors of the corporation.

DATED the 7 day of March, 2000.



Marilyn Watts
Incorporator