

CERTIFICATE OF INCORPORATION  
OF

*FAMILY HEALTH SERVICES CORPORATION*

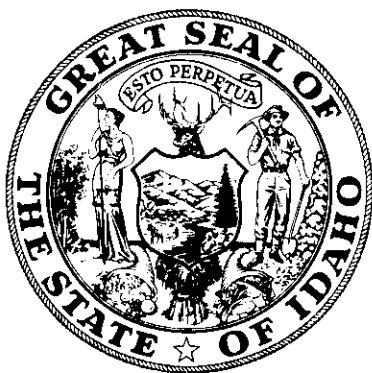
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of \_\_\_\_\_

*FAMILY HEALTH SERVICES CORPORATION*

duly signed pursuant to the provisions of the Idaho Nonprofit 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 February 22, 1982.



SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

ARTICLES OF INCORPORATION  
OF  
FAMILY HEALTH SERVICES CORPORATION

KNOW ALL MEN BY THESE PRESENTS that the undersigned and hereinafter named persons have associated themselves together for the purpose of forming a non-profit corporation, pursuant to Title 30, Chapter 3 of the Idaho Code, for the purposes hereinafter expressed, and do hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be FAMILY HEALTH SERVICES CORPORATION, also known as "FHSC".

ARTICLE II

The FAMILY HEALTH SERVICES CORPORATION shall be a non-profit corporation, organized pursuant to the Idaho Nonprofit Corporation Act, and Section 501(c)(3) of the Internal Revenue Code of the United States of America.

ARTICLE III

The duration of FAMILY HEALTH SERVICES CORPORATION shall be perpetual.

ARTICLE IV

The purposes of FAMILY HEALTH SERVICES CORPORATION shall be charitable. The specific and primary purposes are as follows:

1. To promote the general well being of farmworkers and other underserved people within and without the State of Idaho, by providing health and social services.
2. To contact and mobilize, to the fullest extent possible, all existing and future agencies and resources designed to provide health care and social services for needy persons in the communities served by this corporation.
3. To solicit and receive gifts and grants of money, property and services of every kind and to administer the same for the charitable purposes of providing health and social services for needy persons in the communities served by this corporation.

4. To establish health delivery for needy persons and to employ such personnel as may be necessary.

5. To engage in any other activities as may be necessary or appropriate for the improvement of the health and living conditions of the members of all the communities served by this corporation, as long as such activities are consistent with tax-exempt status under Section 510(c)(3) of the Internal Revenue Code of the United States of America.

#### ARTICLE V

The FAMILY HEALTH SERVICES CORPORATION is to have no members. The name and post-office address of the corporation which has the authority to elect Directors is as follows:

South Central Community Action Agency  
P. O. Box 531  
Twin Falls, Idaho 83301

#### ARTICLE VI

The FAMILY HEALTH SERVICES CORPORATION shall have at least one Director, and the number of Directors shall be fixed by the bylaws, not to exceed twenty-five Directors.

#### ARTICLE VII

The number of the first Board of Directors shall be three Directors.

#### ARTICLE VIII

The street address of the FAMILY HEALTH SERVICES CORPORATION initial registered office and the name of the initial registered agent is as follows:

South Central Community Action Agency  
120 Second Street East  
Twin Falls, Idaho 83301

#### ARTICLE IX

The names and addresses of the Directors constituting the initial Board of Directors are as follows:

1. Janet King  
Route #4, Box 276  
Rupert, Idaho 83350
2. Maggie Machala  
115 Pierce  
Twin Falls, Idaho 83301
3. Warren Slagle  
Route #1, Box 153  
Hazelton, Idaho 83335

#### ARTICLE X

The name and street address of each Incorporator shall be the same as those persons specified in Article IX, above.

#### ARTICLE XI

The FAMILY HEALTH SERVICES CORPORATION shall not discriminate against any person on the basis of race, age, sex, ethnicity, religion, creed, color, national origin or handicap.

#### ARTICLE XII

The private property of the directors of the corporation shall not be subject to the payment of corporate debts and no director shall become individually liable or responsible for any debts or liabilities of the corporation.

#### ARTICLE XIII

Upon dissolution of this corporation for any cause, all the property, both real and personal, then owned or controlled by this corporation shall become the absolute property of a non-profit association, government agency, or foundation, chosen by a majority of the Board of Directors, that is engaged in charitable activities within the meaning of Section 501(c)(3) of the Internal Revenue Code. If the organization is a private organization, it must qualify for an exemption from federal income tax under Section 501 (c)(3) of the Internal Revenue Code of the United States of America. There shall be no distribution to any director or employee of the corporation.

#### ARTICLE XIV

If any portion of these Articles of Incorporation shall be invalid or inoperative, so far as it is reasonable and possible:

1. The remainder of these Articles shall be considered valid and operative, and
2. Effect shall be given to the intent manifested by the portions held invalid or inoperative.

IN WITNESS WHEREOF, the undersigned persons, being persons named above as Directors and Incorporators, have executed these Articles of Incorporation this 1<sup>st</sup> day of February, 1982.

Janet King  
JANET KING

Margaret M. Machala  
MAGGIE MACHALA

Warren Slagle  
WARREN SLAGLE

STATE OF IDAHO )  
County of T.C. ) ss.

On this 9<sup>th</sup> day of February, 1982, before me, the undersigned, a Notary Public in and for said County and State, personally appeared JANET KING, MAGGIE MACHALA and WARREN SLAGLE, known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same.

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

Dorinda Vane  
Notary Public for Idaho  
Residing at: Idaho