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STATE OF IDAHO

IDAHO SECRETARY OF STATE  
DATE 06/09/1997 0900 100148

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ARTICLES OF AMENDMENT  
OF

HEARTLAND COUNSELING CENTER, INC.

The undersigned, acting as incorporators of a corporation under the general corporation laws of the State of Idaho, adopt the following Articles of Amendment for such corporation:

ARTICLE I

The Articles of Incorporation shall be amended with regard to the name of this corporation, which shall be changed effective June 4, 1997 from HEARTLAND COUNSELING CENTER, INC., to HEARTLAND WELLNESS CENTER, INC.

ARTICLE II

The Articles of Incorporation shall be amended with regard to the principal place of business of this corporation, which shall be changed from 426 Hillcrest, American Falls, ID 83211 to 303 N. 12th Ave., P.O. Box 4085, Pocatello, ID 83204-4085 effective immediately. The registered agent shall remain Crete Brown, as previously stated in the Articles of Incorporation. The principal place of business as amended and business office of the registered agent will be identical.


ARTICLE III

There have been issued 2,500 shares of common voting stock of a par value of \$2.00 and 2,500 shares of common non-voting stock of a par value of \$2.00, all of which voting shares voted in favor of this amendment.

All provisions of the previously filed Articles of Incorporation not specifically addressed herein shall remain as filed and are hereby restated.

IN WITNESS WHEREOF, we have made, signed, and  
acknowledged these Articles of Amendment this 4 day  
of June, 1997.

  
Patricia C. Brown  
American Falls, ID

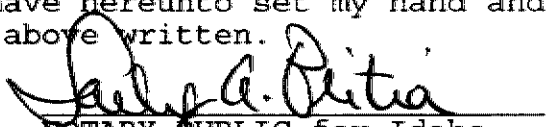
  
John Elleesson  
American Falls, ID

STATE OF IDAHO            )  
                                  )    ss.  
County of Power         )

On this 4 day of June, 1997, before me, the  
undersigned Notary Public in and for said State,  
personally appeared PATRICIA C. BROWN and JOHN ELLESSON,  
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  
seal the day and year first above written.

(Seal)

  
NOTARY PUBLIC for Idaho  
Residing at American Falls  
Commission expires: 9-11-98