



**CERTIFICATE OF INCORPORATION  
OF**

**ST. JOE THERAPY SERVICES, P.A.**

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 the above named corporation, 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: May 12, 1988



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *Sandra M. Hawley*

ARTICLES OF INCORPORATION  
OF

ST. JOE THERAPY SERVICES, P.A.

RECEIVED  
SEC. OF STATE

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The undersigned, each of whom is duly licensed to practice the profession of physical therapy in the State of Idaho, desire to form a professional corporation pursuant to the Professional Services Corporation Act (Idaho Code 30-1301 et. seq.) for the purpose of rendering physical therapy services, and adopt the following articles of incorporation for such corporation:

ARTICLE ONE

Name. The name of the corporation is St. Joe Therapy Services, P.A.

ARTICLE TWO

Purposes. The purposes of the corporation are to carry on and conduct a physical and occupational therapy business and general practice, including physical therapy and occupational therapy consulting services; and generally to carry on any other business or service which can be advantageously pursued in connection with or incidental to any of the above stated purposes. The corporation may further engage in any or all other lawful business or practices for which corporations may be organized under the Professional Services Corporation Act.

In connection with the above stated purposes, the

corporation shall have the power to invest its funds in real estate, mortgages, stocks, bonds or any other type of investments, to acquire, own, and dispose of real and personal property, and to do all other acts to the extent permitted under the Professional Services Corporation Act.

#### ARTICLE THREE

Duration. The period of duration of this corporation is perpetual.

#### ARTICLE FOUR

Registered Office and Registered Agent. The address of the corporation's initial registered office in the State of Idaho is 229 Seventh Street, City of St. Maries, County of Benewah, State of Idaho, 83861. The name of the corporation's initial registered agent at such address is David H. Wetterlin.

#### ARTICLE FIVE

Stock. The total authorized number of par value shares of stock is Fifty Thousand (50,000). The aggregate par value of the total authorized number of par value shares is Fifty Thousand and no/100 Dollars (\$50,000.00).

#### ARTICLE SIX

Transfer of Stock. Corporate stock shall be issued only to persons duly licensed and legally authorized to render physical therapy services and engage in the general practice of physical therapy. No shareholders of the corporation

organized under these articles shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his or her shares of stock.

No shareholder of the corporation may sell or transfer his or her shares in the corporation except to another individual who is eligible to be a shareholder of the corporation, and any such sale or transfer may be made only after the same shall have been approved at a stockholders' meeting specially called for such purpose, by such proportion, not less than a majority, of the outstanding stock as may be provided in the Certificate of Incorporation or the Corporate By-Laws.

#### ARTICLE SEVEN

Directors. The number of directors constituting the initial Board of Directors is two (2), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualify are:

NAME	ADDRESS
1. David H. Wetterlin	Route 4, Box 40C St. Maries, Idaho 83861
2. Lynne K. Wetterlin	Route 4, Box 40C St. Maries, Idaho 83861

#### ARTICLE EIGHT

Incorporators. The name and address of each

incorporator are:

NAME	ADDRESS
1. David H. Wetterlin	Route 4, Box 40C St. Maries, Idaho 83861
2. Lynne K. Wetterlin	Route 4, Box 40C St. Maries, Idaho 83861

Executed in duplicate this 10<sup>th</sup> day of May, 1988.

  
\_\_\_\_\_  
David H. Wetterlin

  
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Lynne K. Wetterlin