

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

MOUNTAIN VIEW HOME, INC.

was filed in the office of the Secretary of State on the eighth day of September. A.D. One Thousand Nine Hundred Fifty-Nine, and duly recorded on Film No. 10. 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 Idaio Falls, in the County of Bonneville.

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 eighth day of September, A.D., 19 59.

Secretary of State.

ARTICLES OF INCORPORATION

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MOUNTAIN VIEW HOME, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, all of legal age and citizens of the United States and of the State of Idaho, have this day voluntarily associated ourselves together for the purpose of forming a corporation under and pursuant to the laws of the State of Idaho, and we do hereby certify:

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE "MOUNTAIN VIEW HOME, INC."

ARTICLE II

THAT THE PURPOSES FOR WHICH SAID CORPORATION IS FORMED ARE:

- A. TO ENGAGE IN THE ACQUIRING BY PURCHASE, EXCHANGE, CONSTRUCTION OR OTHER MEANS AND THEREAFTER IN OWNING, MAINTAINING,
 OPERATING AND CARRYING ON AN INSTITUTION, BOARDING HOME, OR OTHER
 ESTABLISHMENT SUITABLE FOR THE RECEPTION, CARE AND TREATMENT OF
 ELDERLY PERSONS.
- FOR THE PURPOSE OF MAINTAINING AN INSTITUTION FOR THE CARE, MEDICAL AND SURGICAL TREATMENT OF HUMAN BEINGS.
- C. TO PURCHASE, MAINTAIN AND OPERATE RETAIL AND WHOLESALE DRUG STORES; TO MANUFACTURE AND COMPOUND DRUGS, CHEMICALS AND MEDICINES; TO BUY, SELL AT WHOLESALE AND RETAIL, AND TO DEAL IN ALL KINDS OF DRUGS, CHEMICALS, OILS, PAINTS AND PATENT, PROPRIETARY AND OTHER MEDICINES; TO FILL PRESCRIPTIONS; TO LEASE STORES; AND TO DO ALL OTHER ACTS AND THINGS IN CONNECTION WITH SUCH BUSINESS.
- D. TO RECEIVE, ACQUIRE, HOLD, PURCHASE, DISPOSE OF, CONVEY, MORTGAGE AND/OR LEASE, REAL AND PERSONAL PROPERTY; TO DISPOSE OF, SELL, LEASE, ASSIGN, TRANSFER, MORTGAGE AND/OR CONVEY ANY RIGHTS, PRIVILEGES, FRANCHISES, REAL OR PERSONAL PROPERTY OF THE CORPORATION OTHER THAN ITS FRANCHISE OF BEING A CORPORATION, AND TO ACQUIRE, PURCHASE, GUARANTEE, HOLD, MORTGAGE, OWN, VOTE, SELL, PLEDGE AND/OR OTHERWISE DISPOSE OF AND DEAL IN SHARES, BONDS, SECURITIES AND DEBENTURES AND OTHER EVIDENCES OF INDEBTEDNESS OF OTHER CORPORATIONS, DOMESTIC OF FOREIGN.

- E. TO ENTER INTO CONTRACTS OR OBLIGATIONS OF ANY TYPE OR KIND ESSENTIAL, NECESSARY OR PROPER TO THE TRANSACTION OF ITS ORDINARY AFFAIRS, OR FOR THE PURPOSES OF THE CORPORATION.
- F. To ACQUIRE BY PURCHASE OR OTHERWISE AND HOLD, SELL, CONVEY, ENCUMBER OR TRANSFER ALL KINDS OF REAL AND PERSONAL PROPERTY OF EVERY KIND AND DESCRIPTION REQUIRED IN CONNECTION WITH THE CONDUCT OF THE BUSINESS OF THE COMPANY.
- G. TO BORROW MONEY AND OTHERWISE INCUR INDEBTEDNESSES WITHOUT LIMIT AS TO AMOUNT, AND TO DRAW, MAKE, ACCEPT, ENDORSE, TRANSFER, ASSIGN, GUARANTEE, EXECUTE, AND ISSUE BONDS, DEBENTURES, NOTES, CHECKS, DRAFTS, BILLS OF EXCHANGE, NEGOTIABLE INSTRUMENTS, AND ALL OTHER INSTRUMENTS FOR THE PAYMENT OF MONEY, NEGOTIABLE OR NON-NEGOTIABLE, AND WHETHER SECURED OR UNSECURED.
- H. To conduct Business in this state, other states, District of Columbia, territories and colonies of the United States and in foreign countries, and to have one or more offices and places of Business out of this state, and to acquire, receive, hold, purchase, lease, mortgage, dispose of and/or convey real or personal property situate out of this state.
- I. To acquire the good will, Rights, and Property and the whole or any part of the assets, tangisle or intansisle, and to undertake or in any way assume the liabilities of any person, firm, association or organization; to pay for the said good will, Rights, property and assets in cash, the stock of this company, Bonds or therwise, or by undertaking the whole or any part of the liabilities of the transferor; to hold or in any manner to dispose of the whole or any part of the property so purchased; to conduct in any Lawful manner the whole or any part of any Business so acquired, and to exercise all the powers necessary and expedient in and about the conduct and management of such business.
- J. To APPLY FOR, PURCHASE, REGISTER, OR IN ANY MANNER TO ACQUIRE, AND TO HOLD, OWN, USE, OPERATE AND INTRODUCE, AND TO SELL,

LEASE, ASSIGN, PLEDGE, OR IN ANY MANNER DISPOSE OF, AND IN ANY MANNER DEAL WITH PATENTS, PATENT RIGHTS, LICENSES, COPYRIGHTS, TRADEMARKS, TRADENAMES, AND TO ACQUIRE, OWN, USE OR IN ANY MANNER DISPOSE OF ANY AND ALL INVENTIONS, IMPROVEMENTS, AND PROCESSES, LABELS, DESIGNS, BRANDS, OR OTHER RIGHTS, AND TO WORK, OPERATE, OR DEVELOP THE SAME, AND TO CARRY ON ANY BUSINESS, MANUFACTURING OR OTHERWISE, WHICH MAY DIRECTLY OR INDIRECTLY EFFECTUATE THESE OBJECTS OR ANY OF THEM.

- K. To purchase, insofar as the same may be done without impairing the Capital of the Corporation, except as otherwise permitted by Law, and to Hold, pledge and reissue shares of its own capital stock; but such stock, so acquired and held, shall not be entitled to yote nor to receive dividends.
- L. To have, exercise and enjoy all the powers now or hereafter granted to corporations organized under the laws of the State of Idaho, and particularly all of the powers and privileges granted to corporations by Chapter I of Title 30 of the Idaho Code, and any present and/or future amendments thereto, and to do any act or thing necessary or convenient for the transaction of the aforesaid business and/or carrying into effect any and all of the aforesaid objects and purposes.
- ALL THE FOREGOING PROVISIONS OF THIS PARAGRAPH SECOND

 ARE TO BE CONSTRUED BOTH AS OBJECTS AND POWERS, AND IT IS HEREBY

 EXPRESSLY PROVIDED THAT THE ENUMERATION HEREIN OF SPECIFIC OBJECTS

 AND POWERS SHALL NOT BE HELD TO LIMIT OR RESTRICT IN ANY MANNER

 THE GENERAL POWERS AND POWERS OF THE CORPORATION; PROVIDED, HOWEVER, AND THAT NOTHING HEREIN CONTAINED SHALL BE DEEMED TO AUTHORIZE OR

 PERMIT THE CORPORATION TO CARRY ON ANY BUSINESS OR TO EXERCISE ANY

 POWER OR DO ANY ACT WHICH CORPORATIONS FORMED UNDER THE LAWS OF

 IDAHO NOW OR HEREAFTER EXISTING MAY NOT, AT THE TIME, LAWFULLY

 CARRY ON OR DO. IT IS THE INTENTION THAT THE PURPOSES, OPJECTS,

 AND POWERS SPECIFIED IN EACH OF THE PARAGRAPHS OF THIS PARAGRAPH

 SECOND OF THESE ARTICLES OF INCORPORATION SHALL, EXCEPT AS OTHERWISE

 PROVIDED, IN NOWISE BE LIMITED OR RESTRICTED BY REFERENCE TO OR

INFERENCE FROM THE TERMS OF ANY OTHER CLAUSE OR PARAGRAPH IN THIS PARAGRAPH CONTAINED, OR OF ANY OTHER PROVISIONS OF THESE ARTICLES OF INCORPORATION.

IN GENERAL, TO DO ALL ACTS PERMITTED BY THE BUSINESS CORPORATION

ACT OF IDAHO, AND ALL SUCH OTHER ACTS AS ARE NECESSARY AND EXPEDIENT

TO ACCOMPLISH THE STATED PURPOSES OF THE CORPORATION.

ARTICLE 111

THE CORPORATION IS TO HAVE PERPETUAL EXISTENCE.

ARTICLE IV

THE LOCATION AND POST OFFICE ADDRESS OF THE REGISTERED OFFICE OF THE CORPORATION IS IDAHO FALLS, SONNEVILLE COUNTY, IDAHO.

ARTICLE V

The amount of the capital stock of this corporation shall be One Hundred Thousand Dollars (100,000.00), divided into two thousand (2000) shares of common stock of the par value of Fifty Dollars (150.00) each.

ARTICLE VI

THE NAMES AND POST OFFICE ADDRESSES OF THE INCORPORATORS AND THE NUMBER OF SHAR'S SUBSCRIBED BY EACH ARE AS FOLLOWS:

NAMES	ADDRESSIS		OLASS OF STOOK	AMOUNT
Deam Summers	Boise, Idaho	ı	COMMON	\$50 . 00
<u> Дом Ѕм</u> тн	Doise, Idaho	1	NCMMOO	ÿ50.00
FRED T. KOLOUCH	TWIN FALLS, TOAHO	1	OOMMON	350.00
	ARTICLE VII			

THE BOARD OF DIRECTORS SHALL CONSIST OF THREE DIRECTORS, BUT DURING THEIR TERM OF OFFICE, OR THEREAFTER, THE NUMBER OF DIRECTORS MAY BE INCREASED OR DECREASED FROM TIME TO TIME AS MAY BE PROVIDED

BY THE BYLAWS; PROVIDED, HOWEVER, THAT THE NUMBER OF DIRECTORS
CONSTITUTING A BOARD SHALL NOT BE LESS THAN THREE NOR MORE THAN FIVE.

ARTICLE VIII

THE BOARD OF DIRECTORS BY A MAJORITY VOTE SHALL HAVE THE POWER TO REPEAL AND AMEND THE BODE OF BYLAWS AND TO ADOPT A NEW CODE OF BYLAWS.

ARTICLE IX

NO CONTRACT OR OTHER TRANSACTION BETWEEN THE CORPORATION AND ANY OTHER CORPORATION, WHETHER OR NOT A MAJORITY OF THE SHARES OF THE CAPITAL STOCK OF SUCH OTHER CORPORATION IS OWNED BY THE CORPORATION SHALL IN ANY WAY BE EFFECTED OR INVALIDATED BY THE FACT THAT ANY OF THE DIRECTORS OF THE CORPORATION ARE PECUNIARILY OR OTHERWISE INTERESTED IN, OR ARE DIRECTORS OR OFFICERS OF, SUCH OTHER CORPORA-TION; ANY DIRECTOR INDIVIDUALLY, OR ANY FIRM OF WHICH SUCH DIRECTOR MAY BE A MEMPER, MAY BE A PARTY TO, OR MAY BE PECUNIARILY OR OTHER-WISE INTERESTED IN, ANY CONTRACT OF TRANSACTION OF THE CORPORATION, PROVIDED THAT THE FACT THAT HE OR SUCH FIRM IS SO INTERESTED SHALL BE DISCLOSED OR SHALL HAVE BEEN KNOWN TO THE BOARD OF DIRECTORS, OR A MAJORITY THEREOF; AND ANY DIRECTOR OF THE CORPORATION WHO IS ALSO A DIRECTOR OR OFFICER OF SUCH OTHER CORPORATION, OR WHO IS SO INTERESTED, MAY BE COUNTED IN DETERMINING THE EXISTENCE OF A QUORUM AT ANY MEETING OF THE BOARD OF DIRECTORS OF THE CORPORATION WHICH SHALL AUTHORIZE SUCH CONTRACT OR TRANSACTION, AND MAY VOTE THEREAT TO AUTHORIZE SUCH CONTRACT OR TRANSACTION, WITH LIKE FORCE AND EFFECT AS IF HE WERE NOT SUCH DIRECTOR OR OFFICER OF SUCH OTHER CORPORATION, OR NOT SO INTERESTED.

IN WITHERS WHOREOF, WE HAVE HEREUNTO SET OUR HANDS AND SEALS THIS Z DAY OF DO 1959.

(SEAL)

(SEAL)

STATE OF 1DAMO) ss. County of $\frac{A \overline{b} A}{}$

CN THIS 3 DAY OF Depleton, 1950, BEFORE ME, THE UNDERSIGNED, A NOTARY PUBLIC, IN AND FOR SAID COUNTY AND STATE, PERSONALLY APPEARED DEAN SUMMERS, DON SMITH AND FRED T. KCLOUCH, 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 NOTARIAL SEAL, THE DAY AND YEAR IN THIS CERTIFICATE ABOVE WRITTEN.

NOTARY PUBLIC

FOR THE STATE OF IDAMO

RESIDING AT:

(SEAL!

My commission expires:

Hogest 16, 1962