

Department of State.

**CERTIFICATE OF AMENDMENT
OF**

MOUNTAIN HEALTH CLINICS, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that
duplicate originals of Articles of Amendment to the Articles of Incorporation of _____
MOUNTAIN HEALTH CLINICS, INC.

duly signed and verified 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
Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles
of Amendment.

Dated _____ **June 29** _____, 19 **92** .



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION OF
MOUNTAIN HEALTH CLINICS, INC.**

JUN 29 3 23 PM '92
SECRETARY OF STATE

Pursuant to the provisions of Section 30-326 of the Idaho Nonprofit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is Mountain Health Clinics, Inc. ("Corporation").

**ARTICLE II
AMENDMENTS ADOPTED**

The following amendments to the Articles of Incorporation were adopted by the Board of Directors of the Corporation in the manner prescribed by the Idaho Nonprofit Corporation Act:

RESOLVED that **ARTICLE I** of the Articles of Incorporation of the Corporation be amended to read in full as follows:

**ARTICLE I
NAME OF THE CORPORATION**

The name of the corporation is Mountain Health Clinics, Inc.

RESOLVED that **ARTICLE II** of the Articles of Incorporation of the Corporation be amended to read in full as follows:

**ARTICLE II
STATEMENT OF NONPROFIT STATUS AND EXISTENCE**

The Corporation is a nonprofit corporation and shall have perpetual existence.

RESOLVED that **ARTICLE III** of the Articles of Incorporation of the Corporation be amended to read in full as follows:

**ARTICLE III
PURPOSES OF THE CORPORATION**

This Corporation is organized exclusively for charitable, educational, and scientific purposes within the meaning of Internal Revenue Code Section 501(c)(3) and Regulation Section 1.501(c)(3)(d), as amended (or the corresponding provisions of any future law). Such charitable, educational, and scientific purposes shall include the following:

to contact and mobilize, to the fullest extent possible, all existing agencies and resources designed to provide health care for persons in communities served by the Corporation;

to receive gifts and grants of money, property, and services of every kind and to administer the same for the charitable purpose of providing health services for the persons in the communities served by the Corporation; and

to engage in any other activities as may be necessary for the improvement of the health and living conditions of the members of the communities served by the Corporation, as long as such activities are consistent with exempt status under Section 501(c)(3) of the Internal Revenue Code.

RESOLVED that **ARTICLE IV** of the Articles of Incorporation of the Corporation be amended to read in full as follows:

**ARTICLE IV
REGULATION OF INTERNAL AFFAIRS**

Provisions for the regulation of the internal affairs of the Corporation, including provisions for the distribution of assets on dissolution or final liquidation, are as follows:

A. Inurement. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III above.

B. Legislative and Political Activities. The Corporation shall not (i) devote more than an insubstantial part of its activities to or attempting to influence legislation by propaganda or otherwise, (ii) directly or indirectly participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office, or (iii) have objectives or engage in activities which characterize the Corporation as an "action" organization as defined in regulations under Internal Revenue Code Section 501(c)(3), as amended, or the corresponding provisions of any future law.

C. Prohibited Activities. 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

D. Distribution of Assets on Dissolution. Upon the dissolution of the Corporation, the assets of the Corporation shall be distributed in accordance with Internal Revenue Code Section 501(c)(3), as amended, or the corresponding provisions of any future law (i) for one or more exempt purposes, (ii) to the Federal government for a public purpose, or (iii) to a state or local government for a public purpose.

RESOLVED that **ARTICLE V** of the Articles of Incorporation of the Corporation be amended to read in full as follows:

**ARTICLE V
INITIAL REGISTERED OFFICE AND INITIAL AGENT**

The address of the initial registered office of the Corporation is 1503 Third Street, North, Nampa, Idaho 83651, and the name of the initial registered agent at such address is Terry Reilly.

RESOLVED that **ARTICLE VI** of the Articles of Incorporation of the Corporation be amended to read in full as follows:

**ARTICLE VI
INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial board of Directors of the Corporation is seven (7), and the names and addresses of the persons who are the initial Directors are:

NAME	ADDRESS
Barbara Youren, C.R.N.P.	P.O. Box 258 Horseshoe Bend, ID 83629
Betty Weatherby, C.R.N.P.	HC 76, P.O. Box 2152 Garden Valley, ID 83622
Marie Osborn, C.R.N.P.	Box 20 Stanley, ID 83278
Nita James	Mountain Village Motel Stanley, ID 83278
Pauleen Grant	P.O. Box 416 Horseshoe Bend, ID 83529
Jackie Mason	1055 N. Curtis Road Boise, ID 83706
Ardis Briggs	HC76 Box 2403 Garden Valley, ID 83622

RESOLVED that **ARTICLE VII** of the Articles of Incorporation of the Corporation be amended to read in full as follows:

**ARTICLE VII
INCORPORATOR**

The name and address of the incorporator is:

Terry Reilly

1503 Third Street North
Nampa, ID 83651

RESOLVED that **ARTICLE VIII** of the Articles of Incorporation of the Corporation is deleted in its entirety.

RESOLVED that **ARTICLE IX** of the Articles of Incorporation of the Corporation is deleted in its entirety.

RESOLVED that **ARTICLE X** of the Articles of Incorporation of the Corporation is deleted in its entirety.

RESOLVED that **ARTICLE XI** of the Articles of Incorporation of the Corporation is deleted in its entirety.

RESOLVED that **ARTICLE XII** of the Articles of Incorporation of the Corporation is deleted in its entirety.

**ARTICLE III
NO MEMBERS**

The Corporation had no members at the time of the adoption of these Articles Of Amendment.

**ARTICLE IV
DATE OF MEETING AND QUORUM**

The date of the meeting of the Board of Directors at which the amendments were adopted was June 27, 1992. The total number of Directors of the Corporation is nine (9). The number of Directors voting for the amendments was seven (7) and the number of Directors voting against the amendments

was zero (0). The amendments received the vote of a majority of the Directors in office.

Dated: June 27, 1992

MOUNTAIN HEALTH CLINICS, INC.

By: William H. Smith
President

By: Cindy Fry
Secretary

VERIFICATION

STATE OF IDAHO)

County of Ada)

ss

William H. Smith, being sworn and having read the foregoing, states that (1) he is the president of Mountain Health Clinics, Inc., and one of the persons that signed the foregoing Articles of Amendment and (2) the foregoing Articles of Amendment were duly approved by the Directors of the Corporation at a meeting held on June 27, 1992.

DATED this 27th day of June, 1992.

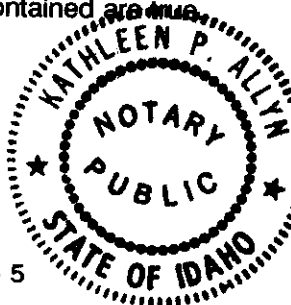
William H. Smith

STATE OF IDAHO)

County of Ada)

ss

I, Kathleen P. Allyn, a notary public, do hereby certify that on this 27th day of June, 1992, personally appeared before me WILLIAM H. SMITH and CINDY FRY, who, being by me first duly sworn, declared that they are, respectively, the President and Secretary of Mountain Health Clinics, Inc., that they signed the foregoing document as President and Secretary of the Corporation, and that the statements therein contained are true.



Kathleen P. Allyn
Notary Public for Idaho
Residing at Boise, Idaho
Commission Expires: Jan. 2, 1997