

State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, PETE T. CENARRUSA, 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

COMMUNITY HEALTH CLINICS, INC.

was filed in the office of the Secretary of State on the **sixteenth** day of **September** A.D., One Thousand Nine Hundred **seventy-one** and ~~will be~~ duly recorded on ~~film~~ **microfilm** 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 **Nampa, Idaho** in the County of **Canyon**

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 **sixteenth** day of **September**, A.D., **1971**.

Pete T. Cenarrusa
Secretary of State.

Corporation Clerk.

ARTICLES OF INCORPORATION
OF
COMMUNITY HEALTH CLINICS, INC.

KNOW ALL MEN BY THESE PRESENTS

That, we the undersigned, residents of the states of Oregon and Idaho, over the age of 21 years, for the purpose of forming a non-profit corporation pursuant to Chapter 1, Title 30, Section 30-117A, Idaho Code, for the purposes expressed herein, do hereby adopt the following Articles of Incorporation:

ARTICLE I -- NAME

The name of this corporation shall be COMMUNITY HEALTH CLINICS, INC.

ARTICLE II -- DURATION

This corporation shall have perpetual duration.

ARTICLE III -- PLACE OF BUSINESS

The registered office of this corporation shall be at 216 12th Avenue North, Post Office Box 936, in the city of Nampa, County of Canyon, State of Idaho.

ARTICLE IV -- DISSOLUTION

Upon the 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. There shall be no distribution to any member of the corporation.

ARTICLE V. -- CERTIFICATES OF MEMBERSHIP
& VOTING RIGHTS

Membership shall be evidenced by certificates of membership rather than by shares of stock. The voting rights of all members shall be equal.

ARTICLE VI. -- MEMBERSHIP

Section 1. Community Health Clinics, Inc. will be composed of all persons who use the services provided by this corporation.

Section 2. The incorporating directors of Community Health Clinics, Inc. will constitute the charter membership and until the first annual meeting, will constitute the Board of Directors. Any subsequent application for membership must be passed upon by the Board of Directors of this corporation. The Board of Directors will accept the application of any person who uses the services of Community Health Clinics, Inc., and any new member thus admitted shall be entitled to vote and share equally in the property of this corporation with the existing membership in accordance with the general rule of Article V.

Section 3. Members may be accepted at any meeting of the Community Health Clinics, Inc.

Section 4. There shall be no discrimination based on race, color, creed, or national origin.

Section 5. The members of this corporation shall each have one vote.

ARTICLE VII. -- PURPOSES

This corporation is formed for the following charitable purposes: To contact and mobilize, to the fullest extent possible, all existing agencies and resources designed to provide health care for needy persons in the communities served by this 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 needy persons in the communities served by this corporation.

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

To engage in any other such 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 exempt status under section 501 (c) (3) of the Internal Revenue Code.

ARTICLE VIII -- DIRECTORS

The number of directors of this corporation shall be fifteen (15) and they shall serve for a period of one year. Qualifications and territorial selection of the directors shall be as stated in the By-laws. The names and addresses of those who are to serve as incorporating directors until the first annual meeting of members on the first Friday of May, 1972, are:

Name	Address
<u>Jim Sanchez</u>	<u>155 - 1st St. N. Ext - Nampa</u>
<u>Marilyn White</u>	<u>21 Medical Drive</u>
<u>Epiphany Flores</u>	<u>Camden St. Idaho</u>
<u>Rafael J. Valenzuela</u>	<u>P.O. 151 Pomeroy, Idaho</u>
<u>Edna M. Martinez</u>	<u>112 Dr. Ave. Nampa, Idaho</u>
<u>Gettysburg Green</u>	<u>Box 449 - 1st Nampa, Idaho</u>
<u>Amelia Reyes</u>	<u>Box 291 Pomeroy, Idaho</u>
<u>Delores C. Rodriguez</u>	<u>12th Ave. Labor Camp, Nampa</u>
<u>Gilene D. Warner</u>	<u>707 Central Midland Blvd. Nampa, Idaho</u>
<u>Charles Kaczmarski</u>	<u>1512 - 12th Ave. Nampa</u>
<u>John Newlin</u>	<u>Route 5 Box 1253</u>
<u>Humberto Fuentes</u>	<u>1607 E. Court Nampa, Idaho</u>

Sebastian J. Hagan
Alene M. Kischer
Ruth H. Hothaus

Rt #1 Manager
4415 Clark St Boise
4208 Fenton Boise

The incorporating directors shall have power to conduct the affairs of the corporation until the first annual meeting.

ARTICLE IX. -- VACANCIES

When one vacancy on the board of directors occurs, other than by expiration of term, the remaining members of the board, by unanimous vote, shall fill the vacancy. If there is not a unanimous vote to fill the vacancy or if there is more than one vacancy to be filled, a special meeting of all members of the corporation shall be called by the remaining directors, or, if no directors remain, by any member to vote upon an interim director or directors. The director or directors who fill the vacancy or vacancies shall assume any office position which the previous director or directors occupied.

ARTICLE X. -- ANNUAL MEETING

The annual meeting of the members shall be held at 8 P.M., the first Friday of the month of May in each year, beginning with the year 1972, for the purpose of electing directors and for the transaction of such other business as may come before the meeting. The place of such meeting shall be the registered office of the corporation.

ARTICLE XI. -- QUORUM

A quorum for a meeting of the members of this corporation shall be as stated in the By-laws.

ARTICLE XII. -- LIMITED LIABILITY

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

IN TESTIMONY WHEREOF the following persons acknowledge that they are residents of the States of Idaho and Oregon, joining together to incorporate this Corporation under Chapter 1, Title 30, Section 30-117A of the Idaho Code.

Name	Address
Jim Larche	155 1st St. N. Est. Nampa
Marilyn Pate	Timedale, Idaho
Esperanza Thomas	Timedale, Idaho
Rogina S. Valenz	P.O. Box 151 Pomeroy, Idaho
Linda Acosta Martinez	112 Green Ave. Nampa
Bethanne Yungas	Box 349 R. 2 Nampa, Idaho
Amalia Reyes	Box 291 Pomeroy, Idaho
Dolores C. Rodriguez	12th Ave. Labor Camp Nampa, Idaho
Artem D. Warner	707 Central Midland Blvd Nampa
Charles Kozmarck	1512 - 12th Ave. Nampa
John Paulings	Box 157.53 Nampa
Christine Hunter	1007 E. Court St. Nampa, Ida
Robert J. Kozan	Rt # 1 Nampa
Alice McKercher	4415 Clark St Boise
Ruth Grothaus	4708 Fenton Boise

STATE OF IDAHO)
 (ss.
County of Canyon)

On this 8th day of September, 1971, before me the undersigned, a Notary Public in and for the county and State, personally appears ESPERANZA FLORES, DOLORES C. RODRIGUEZ, and CHESTER J. LOGAN 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 official seal, the day and year in this certificate first written.

Ted C Springer
Notary Public for Idaho
Residing at: Calhoun