

State of Idaho

Department of State

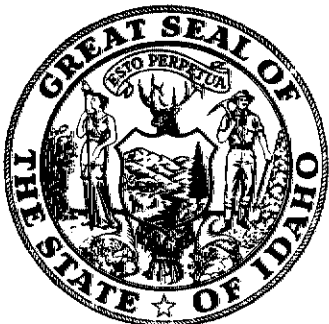
CERTIFICATE OF INCORPORATION OF

ALPINE DENTAL ASSOCIATES, P.A.
File number C 108548

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: December 12, 1994



Pete T. Cenarrusa
SECRETARY OF STATE

By *Cara Seibel*

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ARTICLES OF INCORPORATION
OF
ALPINE DENTAL ASSOCIATES, P.A.

The undersigned, being duly licensed to practice the profession of dentistry in the State of Idaho, desires to form a professional corporation pursuant to the Idaho Professional Service Corporation Act for the purposes of rendering dental and allied services, and hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I
NAME

The name of the Corporation is Alpine Dental Associates, P.A.

ARTICLE II
PURPOSE

The purpose or purposes for which the Corporation is organized is to engage in the general practice of dentistry and allied services. In connection with this purpose, 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 or personal property necessary for the rendering of professional services; and to do all other acts to the extent permitted under the Idaho Professional Service Corporation Act.

ARTICLE III
DURATION

The period of duration of the Corporation is perpetual.

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ARTICLE IV
SHARES

The total authorized stock of the Corporation is ten thousand shares of common stock, having a par value of \$1.00 per share. Stock shall be issued only to persons who are licensed to practice dentistry in the State of Idaho.

ARTICLE VI
PREEMPTIVE RIGHTS

The shareholders of the Corporation shall have no preemptive right, by virtue of Idaho Code §30-1-26, to buy, purchase or acquire stock issued or to be issued by the Corporation.

ARTICLE VII
REGISTERED OFFICE

The address of the initial registered office is 2201 Government Way, Coeur d'Alene, Idaho 83814. The initial registered agent at that address is Lee P. Coppess, D.D.S.

ARTICLE VIII
DIRECTORS

Directors shall be shareholders in the Corporation and shall be elected by the shareholders. The initial board of directors shall consist of one (1) director, and the name and address of the person who shall serve as director until the first annual meeting of shareholders or until his successor can be elected and qualified is:

<u>Name</u>	<u>Address</u>
Lee P. Coppess, D.D.S.	2201 Government Way Coeur d'Alene, Idaho 83814

ARTICLE IX
BYLAWS

The initial Bylaws of the Corporation shall be adopted by the board of directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws, subject to repeal or change by action of the shareholders, shall be vested in the board of directors. The Bylaws may contain any provisions for the regulations and management of the affairs of the corporation not inconsistent with law or the Articles of Incorporation.

ARTICLE X
INDEMNIFICATION OF DIRECTORS, OFFICERS, EMPLOYEES AND AGENTS

The corporation shall have the right to enter into such agreements and arrangements with its directors, officers, employees and agents to provide for their indemnification while acting for and on behalf of the Corporation, pursuant to Idaho Code §30-1-5.

ARTICLE XI
INCORPORATOR(S)

The name and business address of the incorporator is as follows:

Name	Address
Lee P. Coppess, D.D.S.	2201 Government Way Coeur d'Alene, Idaho 83814

IN WITNESS WHEREOF, the undersigned incorporator of the above-named Corporation, has hereunto signed these Articles of Incorporation on this 8th day of December, 1994.



Lee P. Coppess, D.D.S.

STATE OF IDAHO)
): ss.
County of Kootenai)

On this 8th day of December, 1994, before me Lisa
Sims, the undersigned Notary Public, personally
appeared Lee P. Coppess, D.D.S., known or identified to me to be
the person whose name is subscribed to the within instrument, and
acknowledged to me that he executed the same.

(SEAL)

Lisa Sims
Notary Public for Idaho
Residing at St. Maries
Commission Expires: 11/14/98

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