



Department of State.

**CERTIFICATE OF INCORPORATION
OF**

LEWISTON EMERGENCY PHYSICIANS, CHARTERED

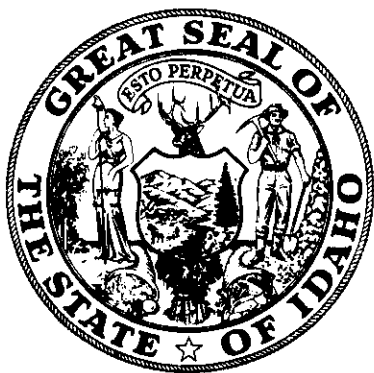
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

LEWISTON EMERGENCY PHYSICIANS, CHARTERED,

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 July 9, 19 80.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

ARTICLES OF INCORPORATION

JUL 9 8:25 AM '80
SECRETARY OF STATE

LEWISTON EMERGENCY PHYSICIANS, CHARTERED

The undersigned, being duly licensed physicians, surgeons, and doctors of medicine qualified to practice medicine and surgery pursuant to the laws of the State of Idaho, for the purpose of forming a professional corporation under the "Professional Service Corporation Act" of the State of Idaho, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is LEWISTON EMERGENCY PHYSICIANS, CHARTERED.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are the rendering of professional services of medicine and engaging in the practice of medicine and surgery in the State of Idaho and the transaction of any or all lawful business for which such corporation may be incorporated under the Idaho Professional Service Corporation Act.

ARTICLES OF INCORPORATION
OF LEWISTON EMERGENCY
PHYSICIANS, CHARTERED

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares, such shares to consist of one class only and shall have a par value of ONE DOLLER (\$1.00) for each share.

The aggregate par value shall be \$10,000.00.

No shares may be issued to anyone other than an individual who is duly licensed or otherwise legally authorized by the State of Idaho to render professional services of a doctor of medicine or surgery, as provided by the Idaho Professional Service Corporation Act.

No person can continue to hold shares except as provided under the provisions of the Idaho Professional Service Corporation Act, and the by-laws of the Corporation.

FIFTH: No shareholder may sell or transfer his shares in the Corporation except as provided by the Idaho Professional Corporation Act, provided, however, the board of directors may adopt by-laws restraining the alienation of shares and providing for the purchase or redemption by the corporation of the shares, as provided by the Idaho Professional Corporation Act.

SIXTH: The address of the initial registered office of the corporation is 631 Bryden Drive, Lewiston, Idaho 83501, and the name of its initial registered agent at such address is Michael Lemberger.

SEVENTH: The number of directors constituting the initial board of directors of the corporation is four (4), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are;

<u>Name</u>	<u>Address</u>
Jay A. Hunter	1015 Orchard, Moscow, Idaho 83843
Michael Lemberger	631 Bryden Dr., Lewiston, Idaho 83501
Brian Hocum	P.O. Box 248, Genesee, Idaho 83832
Thomas Thompson	1612 Birch Ave., Lewiston, Idaho 83501

EIGHTH: No director of the Corporation shall be deemed to have duly qualified as such unless he shall be the holder of record of one or more of the shares of the Corporation entitled to voting power. Should any director of the Corporation cease to hold of record one or more such shares, his office as director shall be vacant.

NINTH: The name and address of each incorporation is:

ARTICLES OF INCORPORATION
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PHYSICIANS, CHARTERED

<u>Name</u>	<u>Address</u>
Jay A. Hunter	1016 ORCHARD, Moscow, Idaho 83843
Michael Lemberger	631 BRYDEN DR. Lewiston, Idaho 83501
Brian Hocum	P.O. Box 248 GENESEE ⁸³⁸³² Lewiston, Idaho 83501
Thomas Thompson	1612 BIRCH AVE. 631 Bryden Drive , Lewiston, Idaho 83501

TENTH: The board of directors is expressly authorized to make distribution from capital surplus under the provision of Section 30-1-46, Idaho Code, as amended.

DATED this 1st day of July, 1980.


Jay A. Hunter


Michael Lemberger


Brian Hocum



Thomas Thompson

ARTICLES OF INCORPORATION
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PHYSICIANS, CHARTERED

STATE OF IDAHO)
) ss.
County of Latah)

On this 1ST day of July, 1980, personally appeared before me, the undersigned, a Notary Public in and for said State, JAY A. HUNTER, MICHAEL LEMBERGER, BRIAN HOCUM, and THOMAS THOMPSON, the parties to the foregoing certificate of incorporation, known to me personally to be such, and I have first made known to each of them, the contents of said certificate, and they did acknowledge that each signed, sealed, and delivered the same as his voluntary act and deed, and each deposes that the facts therein stated were fully set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and notarial seal the date last above written.



NOTARY PUBLIC, in and for the
State of Idaho, residing at
Moscow, therein.