

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

THE IDAHO TRAUMA SYSTEM COALITION, INC.

File number C 111658

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 IDAHO TRAUMA SYSTEM COALITION, INC. duly signed 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 Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: August 9, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

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SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

OF

THE IDAHO TRAUMA SYSTEM COALITION, INC.

The undersigned, acting as the incorporator of a nonprofit corporation ("Corporation") organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopt the following Articles of Incorporation for the Corporation.

ARTICLE I. NAME.

The name of the Corporation is THE IDAHO TRAUMA SYSTEM COALITION, INC.

ARTICLE II. PURPOSES.

The purposes for which the Corporation is organized and will be operated are as follows:

- A. To promote the development and maintenance of the Idaho trauma system.
- B. Charitable, religious, educational, or scientific within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under such Section 501(c)(3).
- C. To exercise all powers granted by law necessary and proper to carry out the above-stated purposes, including but not limited to the power to accept donations of money, property, whether real or personal, or any other thing of value. Nothing herein contained shall be deemed to authorize or permit the corporation to carry on any business for profit, to exercise any power, or to do any act that a corporation formed under Act, or any amendment thereto or substitute therefor, may not at that time lawfully carry on or do.

IDAHO SECRETARY OF STATE

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CORPORATION NON PROFIT

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ARTICLE III. BOARD OF DIRECTORS.

The affairs of the Corporation shall be managed by its Board of Directors. The Board of Directors shall consist of not less than three (3) nor more than twenty-one (21) individuals, each of whom, at all times, shall be a member of the Corporation or, if a member is an organization, a representative of a member who is an organization. The actual number of Directors shall be fixed by the Bylaws of the Corporation. Other than the Directors constituting the initial Board of Directors, who are designated in these Articles, the Directors shall be elected or appointed by the existing Directors in the manner and for the term provided in the Bylaws of the Corporation.

The names and street addresses of the persons constituting the initial Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Renee' Bourquard, MD	901 N. Curtis Road, #104, Boise, ID 83706
Mike Boyd	229 7th, St. Maries, ID 83861
Eldon Edmundson, PhD	1910 University Drive, Boise, ID 83706
June Heilman, MD	333 N. 18th Avenue, Pocatello, ID 83201
Jeffrey E. Keller, MD	1363 Terry, Idaho Falls, ID 83404
Michael McGrane	2720 Raindrop Dr., Boise, ID 83706
Steve Millard	802 W. Bannock Street, Boise, ID 83702
Lon Miller, MD	710 S. Main, Moscow, ID 83843
Steve Patterson	645 E. 5th Street, Weiser, ID 83672
Robert Seehusen	305 W. Jefferson, Boise, ID 83702
Marvin Sparrell	10911 Custer, Boise, ID 83709
Cary VanEtten	256 W. Grand, Arco, ID 83213
Pat Wager	190 E. Bannock Street, Boise, ID 83712
Christian Zimmerman, MD	1075 N. Curtis, #200, Boise, ID 83706

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT.

The location of this Corporation is in the City of Boise, County of Ada, State of Idaho. The address of the initial registered office is 802 West Bannock Street, Boise, Idaho 83702, and the name of the initial registered agent at this address is Steve Millard.

ARTICLE V. INCORPORATOR.

The name and street address of the incorporator is Gregory J. Vietz, 277 North Sixth Street, Suite 200, Boise, Idaho 83702.

ARTICLE VI. MEMBERS.

The Corporation shall have members who shall have such rights as are provided in the Act and are consistent with the management authority that these Articles grant the Board of Directors of the Corporation. Membership shall be limited to rural and urban hospitals, rural clinics, state hospital associations, state medical societies (including but not limited to the Idaho Medical Association, the Idaho Chapter of the American College of Surgeons, and the Idaho Chapter of the American College of Emergency Physicians), state educational institutions, law enforcement agencies, physicians, physician assistants, nurses, pre-hospital care providers, special population advocates, Idaho Department of Health and Welfare and the Idaho Bureau of Emergency Medical Services and other appropriate state agencies. Such organizations and persons may become a member of the Corporation upon payment of the annual dues fixed by the Board of Directors. Determinations regarding whether an organization or individual is qualified to become a member shall be made in the sole discretion of the Board of Directors.

ARTICLE VII. NONPROFIT STATUS.

The Corporation is a nonprofit corporation.

ARTICLE VIII. PERIOD OF DURATION.

The period of duration of the Corporation is perpetual.

ARTICLE IX. LIMITATIONS.

No part of the net earnings or the assets 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 and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of

these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time.

ARTICLE X. MEMBERSHIP DUES.

Membership dues may be charged to all members or classes of membership in equal amounts or in different amounts or proportions upon different members or classes of membership and some members or classes of membership may be made exempt from such membership dues. The Board of Directors is authorized to fix the amount of membership dues from time to time, and to make them payable at such times or intervals, and upon such notice, and by such methods as the Board of Directors may prescribe.

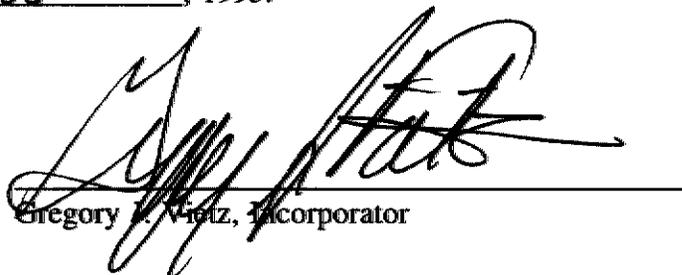
ARTICLE XI. DISTRIBUTION ON DISSOLUTION.

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation consistent with the purposes of the Corporation to the State of Idaho or other organizations as shall at the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations, as such court shall determine to be consistent with the purposes of the Corporation.

ARTICLE XII. BYLAWS.

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

DATED this 8th day of August, 1995.



Gregory A. Veltz, Incorporator