



CERTIFICATE OF INCORPORATION  
OF

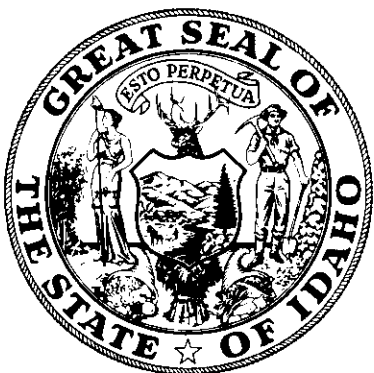
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HOMECARE, INC.

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 HOMECARE, 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 February 13, 19 86.



*Pete T. Cenarrusa*

SECRETARY OF STATE

\_\_\_\_\_  
Corporation Clerk

FEB 13 9 12 AM '86  
SECRETARY OF STATE

ARTICLES OF INCORPORATION OF

HomeCare, Inc.

KNOW ALL MEN BY THESE PRESENTS: That I, the undersigned, being a natural person of legal age and a citizen of the United States of America, in order to form a corporation for the purposes hereinafter stated, pursuant to the laws of the State of Idaho, do hereby certify as follows:

I.

Name

The name of the corporation shall be HomeCare, Inc. .

II.

Registered Office

The location and post office address of the registered office of the corporation shall be 211 16th Avenue North, Nampa, Idaho 83651.

III.

Registered Agent

The name of the registered agent of the corporation is Terry Reilly.

IV.

Duration

The period of existence and duration of the corporation shall be perpetual.

V.

Corporate Purpose

The exclusive purpose of the corporation shall be to provide medical and nursing services for persons in 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 medical and nursing services for persons in the communities served by this corporation; to finance medical and nursing services for persons in the communities served by this corporation; to engage in any other activities as may be necessary for the improvement of medical and nursing services (with an emphasis on at-home care) for 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.

VI.

Restrictions

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code.

Upon the winding up and dissolution of the corporation, after paying or adequately providing for the debts and obligations of the corporation, the remaining assets shall be distributed to Community Health Clinics, Inc., an Idaho non-profit corporation, which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code, or, if Community Health Clinics, Inc., is not then in existence, to another corporate fund or foundation which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

VII.

Non-Profit Corporation

This corporation shall be a non-profit corporation in accordance with the provisions of Idaho Code Section 30-301 et seq.

VIII.

No Members

This corporation shall not have members.

IX.

No Authorized Capital Stock

The corporation shall have no capital stock.

X.

Incorporator

The name and post office address of the incorporator is as follows:

<u>Name</u>	<u>Post Office Address</u>
Terry Reilly	211 16th Avenue North Nampa, Idaho 83651

XI.

Directors

There shall be two (2) directors of the corporation, but the number of directors may be increased or decreased as provided by the By-Laws. The initial directors shall serve until the first election of directors. The directors shall be elected by Community Health Clinics, Inc.,

an Idaho non-profit corporation. The initial directors are as follows:

<u>Name</u>	<u>Post Office Address</u>
Terry Reilly	211 16th Avenue North Nampa, Idaho 83651
Ina Thompson	Route 4, Box 88 Caldwell, Idaho 83605


XII.

By-Laws

The Board of Directors, by a majority vote, shall have the power to adopt By-Laws, and to repeal and amend By-Laws. Should the By-Laws authorize nine or more members of the Board of Directors, the By-Laws may further authorize the directors may be divided into two (2) or three (3) classes pursuant to Idaho Code Section 30-1-37.

IN WITNESS WHEREOF, the undersigned incorporator of said corporation has hereunto set his hand and seal this 7th day of ~~January~~, 1986.

*February*

  
\_\_\_\_\_  
Terry Reilly