

State of Idaho

Department of State.

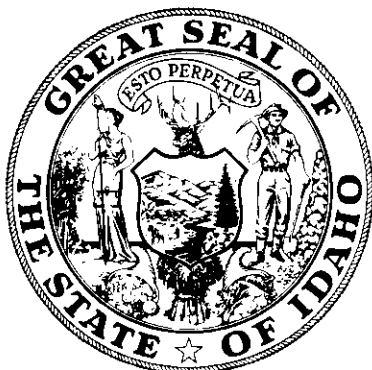
CERTIFICATE OF AUTHORITY OF

MEDICAL CARE AMERICA CORPORATION

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of MEDICAL CARE AMERICA CORPORATION for a Certificate of Authority to transact business in this State, duly signed and verified 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 Authority to MEDICAL CARE AMERICA CORPORATION to transact business in this State under the name MEDICAL CARE AMERICA CORPORATION and attach hereto a duplicate original of the Application for such Certificate.

Dated *January 25, 1984*



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

APPLICATION FOR CERTIFICATE OF AUTHORITY

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, **Idaho Code**, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is MEDICAL CARE AMERICA CORPORATION

2. The name which it shall use in Idaho is MEDICAL CARE AMERICA CORPORATION

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Nevada

4. The date of its incorporation is January 12, 1984 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 5606 South Eastern Avenue, Las Vegas, Nevada 89119

6. The address to which correspondence should be addressed, if different from that in item 5.

1471 Shoreline Drive, Boise, Idaho 83702

7. The street address of its proposed registered office in Idaho is 1471 Shoreline Drive, Boise, Idaho 83702, and the name of its proposed registered agent in Idaho at that address is Douglas G. Combs

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:

Medical care and any other lawful business authorized by Idaho law

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>M. J. Foerster</u>	<u>President</u>	<u>529 Ridgeway Ontario, OR 97914</u>
<u>Douglas G. Combs</u>	<u>Secretary</u>	<u>1431 Alameda Dr Ontario, OR 97914</u>
<u>Louis H. Keefer</u>		<u>1509 N. 26th St Boise, ID 83702</u>
<u>Carl R. Swensen</u>		<u>650 Los Luceros Dr Eagle, ID 83616</u>
<u>Marvin M. Gibbons</u>		<u>3230 Terri Dr Boise, ID 83702</u>

(continued on reverse)

10. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, and shares without par value, is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
<u>1,500</u>	<u>Common</u>	<u>No Par</u>

11. The aggregate number of its issued shares, itemized by classes, par value of shares, and shares without par value is:

Number of Shares	Class	Par Value Per Share or Statement That Shares Are without Par Value
<u>1,500</u>	<u>Common</u>	<u>No Par</u>

12. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

13. This Application is accompanied by a copy of its articles of incorporation and amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: January 25, 1984

By

M. J. Foerster

Its President/~~Vice President~~ (please specify)

and

Douglas G. Combs

Its Secretary/~~Assistant Secretary~~ (please specify)

STATE OF IDAHO)
)ss
COUNTY OF Ada)

I, Robin L. Soule, a notary public, do hereby certify that on this 25th day of January, 19 84, personally appeared before me M. J. Foerster & Douglas G. Combs, who being by me first duly sworn, declared that he is the President/Secretary of Medical Care America Corporation

that he signed the foregoing document as President/Secretary of the corporation and that the statements therein contained are true.

Robin L. Soule

Notary Public

JAN 12 1984

VIII. SWACKHAMER - SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

MEDICAL CARE AMERICA CORPORATION

[Signature]
NO. 232-84 The undersigned, acting as incorporator of a corporation under the Nevada Domestic Corporation law, adopts the following Articles of Incorporation for such corporation.

FIRST: The name of the Corporation is MEDICAL CARE AMERICA CORPORATION.

SECOND: The period of its duration is perpetual.

THIRD: The principal office of the corporation within the State of Nevada shall be located at 5606 S. Eastern Avenue, Las Vegas, Nevada 89119. The registered agent at such address will be Robert E. Clark.

FOURTH: The purpose or purposes for which the corporation is organized are: To engage in any lawful activity and to do anything in the operation of this corporation or for the accomplishment of any of its purposes or for the exercise of any of its powers which shall appear necessary or beneficial for the corporation. To transact any and all lawful business for which corporations may be incorporated under Nevada law.

FIFTH: The amount of the total authorized shares of common stock is 1,500 with no par value.

SIXTH: The members of the governing Board of the Corporation shall be styled directors. The first Board of Directors shall consist of five (5) individuals whose names and post office addresss are as follows.

<u>NAME</u>	<u>ADDRESS</u>
M. J. Foerster	529 Ridgeway Ontario, Oregon 97914
Douglas G. Combs	7 SW Third Street, Drawer 610 Ontario, Oregon 97914
Louis H. Keefer	1509 N. 26th Street Boise, Idaho 83702
Carl R. Swensen	650 Los Luceros Drive Eagle, Idaho 83616
Marvin M. Gibbons	3230 Terri Drive Boise, Idaho 83702

SEVENTH: The Corporation's capital stock, after the subscription price has been paid in, shall not be subject to assessment to pay the debts of the Corporation.

EIGHTH: The name and post office address of the incorporator signing these Articles of Incorporation are:


NAME

ADDRESS

Douglas G. Combs


7 SW Third Street, Drawer 610
Ontario, Oregon 97914.

DATED this 10th day of January, 1984


DOUGLAS G. COMBS

STATE OF Idaho ,
County of Ida) ss

I, the undersigned, do hereby certify that on this 10th day of January, 1984, personally appeared before me DOUGLAS G. COMBS, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator and that the statements therein contained are true.


Notary Public
Residing at: Boise

State of Nevada



Department of State

I, WM. D. SWACKHAMER, Secretary of State of the State of Nevada, do hereby certify that

MEDICAL CARE AMERICA CORPORATION

did on the TWELFTH day of JANUARY, 19 84, file in this office

the original Articles of Incorporation; that said Articles are now on file and of record in the office of the Secretary of State of the State of Nevada, and further, that said Articles contain all the statements of facts required by the law of said State of Nevada.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed

the Great Seal of State, at my office in Carson City, Nevada, this

TWELFTH day of JANUARY, A. D. 19 84

By

Wm D Swackhamer

Secretary of State

Deputy

