

AMENDED AND RESTATED 02/17/04 8:55
ARTICLES OF INCORPORATION STATE
OF
PEND OREILLE RADIOLOGY, INC.

Pend Oreille Radiology, Inc., pursuant to Idaho Code Sections 30-1-1006 and 30-1-1007, hereby restates its Articles of Incorporation as theretofore amended by the Consent Memorandum in Lieu of Minutes of Special Meeting of Directors, dated October 1, 2003, as ratified by vote, and consented to, by the shareholders of the corporation in the Pend Oreille Radiology, Inc. Consent Memorandum in Lieu of 2003 Annual Meeting of Shareholders, dated October 1, 2003.

The following relates to the amendment and restatement of the corporation's Articles of Incorporation:

1. The effective date of the adoption of the Amendment was October 1, 2003.
2. The number of shares of each class entitled to vote on the Amendment was one thousand four hundred (1,400) shares of one class of common stock.
3. The shareholders of the corporation gave written consent for the amendment and restatement of the Articles of Incorporation as set forth in the Pend Oreille Radiology, Inc. Consent Memorandum in Lieu of 2003 Annual Meeting of Shareholders dated October 1, 2003.
4. The designated amendment of the Articles of Incorporation is as follows: The amendment of Article VII to change the number of directors from one (1) to the number of not less than one (1) and not more than three (3). The purpose of the amendment is

to increase the number of members on the board of directors.

5. Mark E. Weber, M.D., Stephen J. Bartok, M.D., and Edward C. VanVooren, D.O., who are the directors and officers of the corporation, are the owners of all of the authorized and issued stock of the corporation.

6. Except for the amendments designated in paragraph 4 immediately above, the following statement sets forth all of the operative provisions of the Articles of Incorporation as theretofore amended, and the corporation hereby states that the Amended and Restated Articles of Incorporation correctly set forth without change the corresponding provisions of the Articles of Incorporation as theretofore amended, and the Amended and Restated Articles of Incorporation supersede the Articles of Incorporation as originally executed:

ARTICLE I.

The name of the Corporation shall be Pend Oreille Radiology, Inc.

ARTICLE II.

The period of duration shall be perpetual.

ARTICLE III.

The purposes for which the Corporation is organized shall be conducting the business of providing radiology services and shall include the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Idaho.

ARTICLE IV.

The aggregate number of shares of which the Corporation shall have authority to issue shall be ten thousand (10,000) shares of common stock, without nominal or par value.

ARTICLE V.

The internal affairs of the Corporation shall be governed by the duly-adopted bylaws of the Corporation.

ARTICLE VI.

The address of the Corporation's initial registered office shall be 102 Superior Street, Sandpoint, Idaho 83864, with a mailing address of P.O. Box C, Sandpoint, Idaho 83864; the name of the Corporation's initial registered agent at such address is Stephen F. Smith.

ARTICLE VII.

The number of directors constituting the Board of Directors shall be not less than one (1) and not more than three (3); the name and address of the person who served as Director until the first annual meeting of shareholders, are Mark E. Weber, M.D., of P.O. Box 1448, Sandpoint, Idaho 83864.

ARTICLE VIII.

The name and address of the incorporator were Mark E. Weber, M.D., of P.O. Box 1448, Sandpoint, Idaho 83864.

DATED to be effective October 1, 2003.

PEND OREILLE RADIOLOGY, INC.

By: Mark E. Weber M.D.
Mark E. Weber, M.D., Chairman of
the Board of Directors