

19488

State of Idaho

Department of State

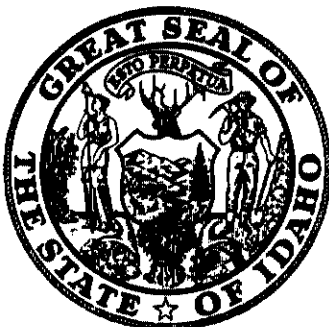
CERTIFICATE OF INCORPORATION OF

FOX-ASH, 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 the above named corporation, 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: September 3, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By *Valerie Flint*

RECEIVED
SEC. OF STATE
92 SEP 3 AM 10 37
ARTICLES OF INCORPORATION
OF
FOX-ASH, INC.

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is: FOX-ASH, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are: The transaction of a business and any or all other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 100,000. The shares shall have no par value.

FIFTH: The address of the initial registered office of the corporation is 1401 E. Lakeshore Drive, Coeur d'Alene, Idaho, and the name and address of its initial registered agent is: E.R.W. Fox, M.D., 1401 E. Lakeshore Drive, Coeur d'Alene, Idaho.

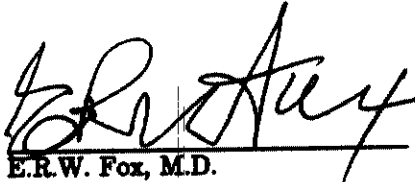
SIXTH: The number of Directors shall be set by the Bylaws but the initial Board of Directors of the corporation shall be three (3), and the names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
E.R.W. Fox, M.D.	1401 E. Lakeshore Drive Coeur d'Alene, Idaho 83814
John Gatewood Fox	12 Demarest Avenue West Nyack, New York 10994
David William Fox	20410 Sweetbriar Road West Linn, Oregon 97068

SEVENTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
E.R.W. Fox, M.D.	1401 E. Lakeshore Drive Coeur d'Alene, Idaho 83814
Dana L. Rayborn Wetzel	1250 Ironwood Drive, Suite 336 Coeur d'Alene, Idaho 83814

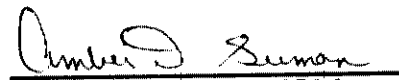
DATED this 28th day of August, 1992.


E.R.W. Fox, M.D.


Dana L. Rayborn Wetzel

STATE OF IDAHO)
) ss.
County of Kootenai)

I, Amber D. Suman, a Notary Public, do hereby certify that on this ____ day of August, 1992, personally appeared before me E.R.W. Fox, M.D. and Dana L. Rayborn Wetzel, who, being by me first duly sworn, declared that they signed the foregoing document, and that the statements therein contained are true.


Notary for the State of Idaho
Residing at Post Falls
Commission Expires: 5/21/98

ED\I\WP51
corporat\fox.art