

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

QUAYLE FOOT AND ANKLE CLINIC, P.A.
File number C 118037

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: January 27, 1997



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

ARTICLES OF INCORPORATION
OF
QUAYLE FOOT AND ANKLE CLINIC, P.A.

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SECRETARY OF STATE
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KNOW ALL MEN BY THESE PRESENTS, that I, the undersigned, being a bona fide resident of the United States of America, and being over the age of eighteen (18) years, do under and in pursuant of the general corporation laws of the State of Idaho, hereby organize, constitute and associate myself and such other persons as may hereafter become associated with us into a body politic and corporate, and to that end execute the following **ARTICLES OF INCORPORATION**, and I hereby set forth and declare as follows:

I.

The name of this corporation is and shall be **QUAYLE FOOT AND ANKLE CLINIC, P.A.** The registered office shall be 1777 E. Clark, City of Pocatello, State of Idaho, County of Bannock. The registered agent shall be **Manx D. Quayle**, with the same address as the registered office.

II.

The term of the existence of this corporation shall be perpetual.

III.

The principal place of business and office of this corporation shall be 1777 E. Clark, City of Pocatello, County of Bannock, State of Idaho, and that other offices for the transaction of business of the corporation shall be established by the Board of Directors from time to time, both within and outside of the State of Idaho, and that the meetings of the Board of Directors may be had pursuant to the provisions of the By-Laws at the principal office or at such other places as the By-Laws shall provide.

IV.

The purpose for which this corporation is being formed, is as follows:

To practice the business of Podiatric Medicine.

V.

The corporate powers, business and property of the Corporation shall be exercised, conducted and controlled by a Board of Directors, who shall be elected by the stockholders in accordance with the By-Laws, and who shall have the power to repeal, amend and adopt new By-Laws of and for the corporation, and to hold their

meetings pursuant to the provisions of the By-Laws, and at such places and at such times as the said Board of Directors may, by resolution, direct or by act of the Board of Directors fix, both within and outside of the State of Idaho.

VI.

The Board of Directors shall consist of the following persons:

Manx D. Quayle

1777 E. Clark
Pocatello, Idaho 83201

The Board of Directors shall also consist of any persons, as from time to time, might be designated, not to exceed Three (3) in number, all with the addresses as set forth hereinabove, and also set forth in Paragraph IX of these Articles.

VII.

The amount of the authorized capital stock shall be \$1000.00, divided into 1000 shares, with the par value of \$1.00 per share. Said 1000 shares shall be non-assessable, all common, one class will full voting rights.

VIII.

The amount of said capital stock that has been actually subscribed is one-hundred (100) shares, and the names and addresses of the persons who have subscribed therefore and the number of shares subscribed by each, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
Manx D. Quayle	1777 E. Clark Pocatello, Idaho 83201	<u>100</u>

That the foregoing named incorporator is a person of full age and fully competent and that all of them are citizens of the United States of America.

IN WITNESS WHEREOF, I have hereunto set our hands and affixed our seals this 2nd day of January, 1997.


MANX D. QUAYLE (SEAL)

STATE OF IDAHO)
) ss.
County of Bannock)

On this 2nd day of January, 1997, personally appeared before me, Manx D. Quayle, known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the date and year first above written.


NOTARY PUBLIC FOR IDAHO
Residing at: Pocatello, Idaho

