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STATE OF IDAHO

ARTICLES OF INCORPORATION

McCONNEHEY FAMILY MEDICINE, CHTD.

WE, THE UNDERSIGNED, being persons of full age, legally competent to enter into contracts, and a citizen of the United States of America, do hereby for the purpose of forming a corporation under the laws of the State of Idaho, adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be:

McCONNEHEY FAMILY MEDICINE, CHTD.

ARTICLE II - REGISTERED OFFICE AND AGENT

The location and post office address of the initial registered office of this corporation within the State of Idaho is:

1418 Caldwell Boulevard

Nampa, Idaho 83651-1608

The registered agent of this corporation at said address is:

BROCK A. McCONNEHEY, D.O.

ARTICLE III - PURPOSES

The nature, objects, purposes, and powers of this corporation are:

1. To provide any and all lawful business as permitted by law;

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2. To provide professional family osteopathic medical and professional osteopathic health care services to the public;

3. To exercise all of the powers, and do all of the acts and things permitted to general business corporations for profit, to the maximum extent permitted or authorized by the laws of the State of Idaho now in effect, or as the same may be hereafter amended from time to time.

ARTICLE IV - DURATION

The duration of this corporation is perpetual, so long as each and every shareholder is qualified under Idaho Code Sections 30-1308, 30-1309 and 30-1309A. Only those individuals or entities who are licensed, and whose license is in goodstanding, to practice public accounting in the State of Idaho shall be shareholders in the corporation.

ARTICLE V - CAPITAL STOCK

1. The authorized capital of this corporation shall be TEN THOUSAND SHARES (10,000) of capital stock, to be known as common stock, at ONE DOLLAR PAR VALUE (\$1.00) per share.

2. All shares shall have full voting rights and shall be equal to one another with respect to voting rights.

3. Shares of this corporation shall be entitled to receive dividends out of funds legally available for payment thereof, payable at the discretion of the Board of Directors.

4. No shareholder shall have any preemptive or similar right to purchase or subscribe for any shares of stock or securities convertible into stock of the corporation.

5. Shares of the corporation's stock shall be non-assessable.

ARTICLE VI - BOARD OF DIRECTORS

The Board of Directors of this corporation is empowered and authorized to adopt, alter, amend, and repeal the Bylaws of this corporation; to elect officers of the corporation; to fix the compensation of its directors and officers; to allot the capital stock of the corporation to such persons and for such consideration as the Board of Directors may from time to time determine and as may be lawful; and to do all other such things and to exercise all other powers, consistent with law and these Articles of Incorporation, as may be necessary and expedient in

ARTICLES OF INCORPORATION
McCONNHEY FAMILY MEDICINE, CHTD.

the course of the management and operation of this corporation, without the necessity of meetings of stockholders to approve or ratify the same, to the maximum extent permitted by the laws of the State of Idaho, as if each and every of such things and powers were expressly set forth herein.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The name and post office address of the initial director(s) of this corporation, who shall serve until the first election of director(s), are as follows:

BROCK A. McCONNEHEY, D.O.
5882 N. Dalspring Avenue
Boise, Idaho 83713-1317

DIANE O. McCONNEHEY, D.O.
5882 N. Dalspring Avenue
Boise, Idaho 83713-1317

ARTICLE VIII - OFFICERS

The officers of this corporation shall be a President and a Secretary, and such other officers and assistant officers as may from time to time be designated by the Board of Directors. Except for the office of President, more than one office may be held by the same person. The duties and authority of the officers shall be as prescribed by the Board of Directors and the Bylaws of the corporation.

ARTICLE IX - MEETINGS OF SHAREHOLDERS

The annual meeting of the shareholders of the corporation shall be at such time and place, within or without the State of Idaho, as may be provided for in the Bylaws of the corporation. Any special meeting of the shareholders may be held at such place and in such manner as provided for in the Bylaws of the corporation, or may be held in the manner provided by the corporation laws of the State of Idaho.

ARTICLE X - AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended at any annual or special meeting of the stockholders in the manner provided by the corporation laws of the State of Idaho.

ARTICLE XI - INCORPORATORS

The name and post office address of the incorporators are as follows:

BROCK A. McCONNEHEY, D.O.
5882 N. Dalspring Avenue
Boise, Idaho 83713-1317

DIANE O. McCONNEHEY, D.O.
5882 N. Dalspring Avenue
Boise, Idaho 83713-1317

IN WITNESS WHEREOF, the undersigned incorporators have set their hands this 18th day of November, 2002.



BROCK A. McCONNEHEY, D.O.

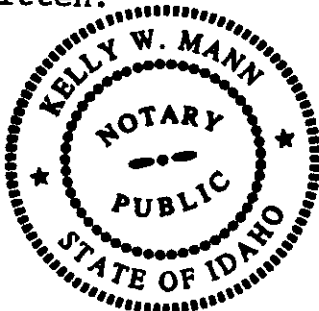


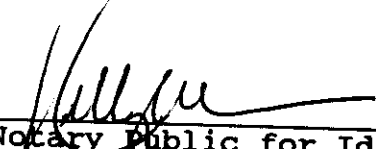
DIANE O. McCONNEHEY, D.O.

STATE OF IDAHO)
) ss.
County of Ada)

On this 4th day of ~~November~~ ^{DECEMBER}, 2002, before me, the undersigned, a Notary Public in and for said State, personally appeared **BROCK A. McCONNEHEY, D.O.** and **DIANE O. McCONNEHEY, D.O.**, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

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





Notary Public for Idaho
Residing at Boise, Idaho
Commission expires: 10/24/05