## FILED EFFECTIVE

2015 JUN 10 PM 4: 13

## ARTICLES OF INCORPORATION

SECRETARY OF STATE STATE OF IDAHO

**OF** 

## WESTVET SURGICAL CENTER OF CHICAGO, INC.

- 1. Name. The name of the corporation is WestVet Surgical Center of Chicago, Inc.
- 2. <u>Authorized shares</u>. The aggregate number of shares the corporation is authorized to issue shall be One Thousand (1,000), all of which shall be common voting stock.
- 3. <u>Registered office and agent</u>. The registered office of the corporation is 5019 N. Sawyer Avenue, Garden City, Idaho 83714 and its registered agent at that address is Jeff Brourman.
- 4. <u>Incorporator</u>. The name of the incorporator is Scott A. Tschirgi and the incorporator's address is 401 West Front Street, Suite 401, Boise, Idaho 83702.
- 5. <u>Corporate purpose</u>. The purposes for which this corporation is organized are any lawful purpose for which corporation may be incorporated under the Idaho Business Corporation Act.
- 6. <u>Voting</u>. Each outstanding share entitled to vote shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of shareholders. Shareholders do not have the right to cumulate their votes for directors.
- 7. <u>Indemnification</u>. The corporation shall indemnify the directors and officers of the corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the corporation to provide broader indemnification rights than the Idaho Business Corporation Act permitted the corporation to provide prior to such amendment).
- 8. <u>Limitation of Liability</u>. No director shall be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a director to which he is not entitled; (ii) an intentional infliction of harm on the corporation or the shareholders; (iii) a violation of § 30-1-833, Idaho Code; or (iv) an intentional violation of criminal law.
- 9. <u>Mailing Address</u>. The mailing address of the corporation is 5019 N. Sawyer Avenue, Garden City, Idaho 83714.

I, the incorporator, for the purpose of forming a corporation to do business both within and without the State of Idaho, and in pursuance of the laws of the State of Idaho, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, have hereunto set my name, hand and seal this 10 day of June, 2015.

IDANO SECRETARY OF STATE

06/10/2015 05:00 CK:4426 CT:248376 BH:1479333

10 100.00 = 100.00 COMP #2

Scott A. Tschirgi, Incorporator

C206/84