

FILED EFFECTIVE**2011 MAY 11 AM 8:53**

**Amended and Restated Articles of Incorporation of
West Chiropractic Clinic, P.A.**

West Chiropractic Clinic, P.A., under Chapter 13, Title 30, Idaho Code (Professional Services Corporation Act) and Chapter 1, Title 30, Idaho Code (Idaho Business Corporation Act), adopts the following amendments to and restatement of its articles of incorporation.

The amendments and restatement were proposed by the director of the corporation on December 30, 2010 and submitted to the shareholder for his approval.

These Amended and Restated Articles were approved by a unanimous vote of the outstanding capital stock of the corporation.

The adoption date of the amendments and restatement was December 30, 2010. They are to become effective on January 1, 2011.

1. Name of Corporation

The name of the corporation shall be West Clinic PA.

2. Duration

The corporation is to have a perpetual existence.

3. Corporate Purpose

The corporation is organized to provide allied professional health care services through a multidisciplinary practice of medical, osteopathic, chiropractic, naturopathic, and physical therapy services. Officers, employees and agents may include, but are not limited to, physicians, physician's assistants, nurse practitioners, naturopathic physicians, chiropractors, physical therapists, and physical therapy assistants.

4. Authorized shares

The corporation is authorized to issue 25,000 shares, no par value, all of the same class and all with the same voting rights. Shares may only be issued to individuals duly licensed or otherwise legally authorized under the laws of the state of Idaho to provide medical, osteopathic, chiropractic, naturopathic, or physical therapy services.

5. Voting

Each outstanding share entitled to vote shall be entitled to one vote on each matter submitted to a vote at a meeting of shareholders.

6. Registered office and agent

The street address of the registered office is 2105 Coronado Street, Idaho Falls, Idaho 83404. Its registered agent at that address is Winston V. Beard. *Accept, Winston V. Beard*

7. Directors

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of, its board of directors.

SECRETARY OF STATE
STATE OF IDAHO
The number of directors constituting the initial board of directors shall be 1. The number of directors of the corporation may be adjusted from time to time by or in the manner provided in the bylaws, but the number shall never be fewer than 1.

Directors must be shareholders of the corporation and must be duly licensed or otherwise authorized under the laws of the state of Idaho to provide one or more of the allied professional healthcare services provided by the corporation.

The name and address of the person to serve as director until his successor(s) are elected and qualified is:

Jason D. West
1188 Call Place
Pocatello, Idaho.

8. Mailing Address

The mailing address of the corporation is 1188 Call Place, Pocatello, Idaho 83201.

9. Indemnification

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 later be amended.

10. Limitation of liability

No director shall be liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty except liability for (i) the amount of 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.

Dated: December 30, 2010

[Signature]
Jason D. West, Shareholder and Director

IDAHO SECRETARY OF STATE
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