



Department of State.

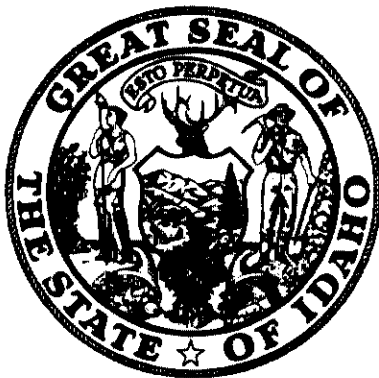
**CERTIFICATE OF INCORPORATION
OF**

COLUMBIA MEDICAL ENTERPRISES, 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: October 14, 1938



Pete T. Cenarrusa

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF

COLUMBIA MEDICAL ENTERPRISES, INC.

OCT 14 1 50 PM '88
SECRETARY OF STATE

These Articles of Incorporation have been prepared and are hereby adopted consistent with Section 30-1-54 of the Idaho Business Corporation Act.

ARTICLE 1: NAME

The name of the corporation is Columbia Medical Enterprises, Inc.

ARTICLE 2: DURATION

The existence of the corporation shall be perpetual.

ARTICLE 3: PURPOSE

The corporation is organized to transact all lawful business of corporations permitted under the authority of IDAHO CODE TITLE 30, CHAPTER ONE, the Idaho Business Corporation Act.

ARTICLE 4: SHARES

The aggregate number of shares which the corporation shall have authority to issue is 10,100 divided among two classes, as follows:

A) CLASS A SHARES: 10,000 shares of \$100 par value each. Class A shares shall not have voting power.

B) CLASS B SHARES: 100 shares of \$100 par value each. Class B shares shall each have one vote.

C) All shares are non-assessable.

ARTICLE 5: REGISTERED OFFICE AND REGISTERED AGENT

The address of the corporation's registered office is 2312 N. Cole Rd., Boise, Idaho 83704. The registered agent is Erica Irminger, at the same address.

ARTICLE 6: INCORPORATORS AND DIRECTORS

The number of Directors shall be three. The Incorporators are the same persons as the initial Directors and are the three whose names and addresses follow:

Edward A. Draper, M.D.
8599 West Victory Road
Boise, Idaho 83709

Glenn C. Bothwell, M.D.
642 Steepleview
Eagle, Idaho 83616

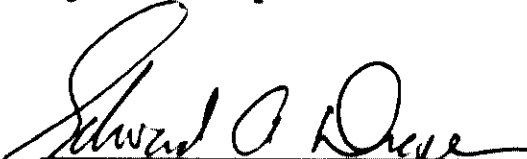
Erica Irminger
2312 North Cole Road
Boise, Idaho 83704


ARTICLE 7: BOARD OF DIRECTORS

The Board of Directors shall adopt By-laws, elect officers, issue shares, declare dividends, and transact any or all corporate business permitted under IDAHO CODE 30-1-35.

ARTICLE 8: ADOPTION

These articles are adopted this 20th day of September, 1988, by the undersigned Incorporators of Columbia Medical Enterprises, Inc.


Edward A. Draper, M.D.


Glenn C. Bothwell, M.D.


Erica Irminger