

FILED EFFECTIVE

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SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF MEDICAL IMAGING ASSOCIATES OF IDAHO FALLS, P.A.**

Pursuant to the provisions of Idaho Code § 30-1-1006, the Medical Imaging Associates of Idaho Falls PA adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Medical Imaging Associates of Idaho Falls, P.A.
2. Paragraph five (5) of the articles of Incorporation is amended to read as follow:

The capital stock of the corporation shall be 20,000 common shares without par value. The 20,000 common shares shall be divided into Class A and Class B shares and each class shall have 10,000 shares.

Class A shares are unlimited common shares. Each Class A share shall have one voting right and the holder shall be entitled to participate in all shareholder meeting and to serve on the board of directors or as an officer. Each Class A share shall be entitled to participate equally in dividends declared for Class A shares or declared for Classes A and B shares. Class A shares shall be issued for any consideration specified by the board of directors. Class A shares shall be redeemed at their fair market value as defined in the bylaws. On liquidation of the company, the class A common shares shall be the only common shares to participate in liquidating distributions and each Class A shall participate equally.

Class B shares are limited common shares. Each Class B share shall have one voting right and the holder shall be entitled to participate in all shareholder meetings and to serve on the board of directors or as an officer. Each Class B share shall be entitled to participate equally in dividends declared for Classes A and B shares. Dividends shall not be declared solely for Class B shares. Class B shares shall be issued for \$10 per share. Class B shares may be redeemed by the corporation at any time for \$10 per share.

3. Paragraph six (6) of the Articles of Incorporation is deleted.
4. Add a new paragraph six (6) which shall read as follows:

Each shareholder must be a physician and surgeon duly licensed to provide healthcare services or services of an allied profession. The voting rights associated with shares of this corporation must be exercised personally by the holder. Voting rights cannot be held in trust, voted by proxy, or otherwise exercised by any person or entity other than the shareholder.

This corporation shall render professional services in each state in which it does business only through its officers, employees, and agents who are duly licensed or otherwise legally authorized to render professional services within that state.

Any officer, shareholder, agent or employee of this corporation shall remain personally liable for any negligent or wrongful acts or misconduct committed by him, or by any person under his direct supervision and control, while rendering professional services on behalf of the corporation to the extent provided by the laws of the state in which the services are provided.

This corporation shall not engage in any business other than the rendering of the professional services for which it is incorporated.

IDAHO SECRETARY OF STATE
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If an officer, shareholder, agent, or employee of this corporation who has been rendering professional services to the public becomes legally or contractually disqualified from the continued rendering of those services, or upon the occurrence of any other event resulting in loss of ability to practice medicine through the corporation as specified in the bylaws, the employment of that person shall be terminated and the corporation shall redeem that person's outstanding shares as provided in the bylaws.

No shareholder may sell or transfer his/her shares in this corporation. When the employment of the individual by the corporation is terminated, the shares shall be redeemed by the corporation. The redemption shall be upon the terms specified in the bylaws.

Members of the board of directors and general officers of the corporation must be shareholders of this corporation. The offices of president and secretary shall not be filled by the same person.

3. The number of shares of the corporation outstanding at the time of the adoption of the amendment was 120 and the number of shares entitled to vote on the amendment was 120. The total number of votes cast in favor was 20. The total number of votes cast against was 0.

DATED: May 14, 2012

By: John Strabel
John Strabel, MD, President