

FILED/EFFECTIVE

ARTICLES OF INCORPORATION

OF

PRECISION ANESTHESIA SERVICES, INC.

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, a citizen of the United States of America, being over the age of 18 years, does hereby form a corporation under and pursuant to the provisions of the laws of the State of Idaho, for the purposes expressed in the following Articles, and does hereby adopt the following Articles of Incorporation:

ARTICLE 1: NAME OF CORPORATION: The name of the corporation shall be Precision Anesthesia Services, Inc.

ARTICLE 2: PURPOSES: The corporation is organized for the purposes of the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE 3: TERM: The corporation is to have perpetual existence.

ARTICLE 4: REGISTERED OFFICE & REGISTERED AGENT: The registered office of the corporation shall be located at 153 South 150 East, Burley, Idaho, 83318. The registered agent for the corporation shall be Jim Johnson, whose business office is identical with the registered office of the corporation.

ARTICLE 5: CORPORATE STOCK: The total number of shares which the corporation is authorized to issue is 10,000 shares with each share having par value of \$.10 (ten cents). The Board of Directors may from time to time fix the consideration for which such shares shall be issued and sold, provided they may not be issued or sold at a value less than par. The capital stock when fully paid, shall be

nonassessable, shall be one class of which all shall be voting. Voting of the stock shall be cumulative.

ARTICLE 6: INCORPORATOR: The name and post office address of the Incorporator is:

Lance A. Loveland
P. O. Box 910
Burley, Idaho 83318

ARTICLE 7: DIRECTORS: The initial Board of Directors shall consist of four directors who shall be:

Jim Johnson 153 South 150 East Burley, Idaho 83318	Lorana S. Johnson 153 South 150 East Burley, Idaho 83318
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Ronald William Johnson 125 Oak Crest Port Angels, WA 98362	Geneva F. Murray Route #2 1298 South First Okanagan, WA 98840
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The initial Board of Directors shall serve until the first annual meeting of the shareholders at which time their successors shall be elected and qualified. The Bylaws shall specify the number of Directors for the corporation to be elected at the first annual meeting of shareholders, and thereafter.

ARTICLE 8: CONTRACTS: No contract or other transaction between the corporation or any other corporation, whether or not a majority of the shares of capital stock of such other corporation is owned by the corporation, and no act of the corporation shall be in any way affected or invalidated by the fact that any of the directors of the corporation are pecuniarily or otherwise interested in or are directors or officers of such other corporation. Any director individually may be a party to or

may be pecuniarily or otherwise interested in a contract or transaction of the corporation and any directors of the corporation who are so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize such contract or transaction and may vote thereon to authorize such contract or transaction with the same right, force and effect as if he were not such director or officer of such corporation and not so interested therein. The same shall apply if any officer or director of this corporation shall be interested in any other form of business entity dealing with this corporation.

ARTICLE 9: NON-LIABILITY OF DIRECTORS: No director of the corporation shall be liable to the corporation or its stock holders for monetary damages for any action taken or any failure to take any action as the director. This provision shall be subject to the limitations provided in the Idaho Business Corporation Act. Directors shall be identified by the corporation against liability to any person for any action taken or any failure to act as a director, to the extent permitted by law.

IN WITNESS WHEREOF, we have executed these Articles of Incorporation this 20th day of June, 2000.



Lance A. Loveland