

State of Idaho

Department of State.

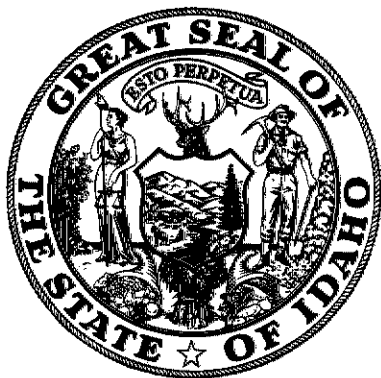
CERTIFICATE OF INCORPORATION OF

INTERMOUNTAIN EMERGENCY PHYSICIANS, 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: September 25, 1987



Pete T. Cenarrusa
SECRETARY OF STATE

by: *Sandra M. Hawley*

ARTICLES OF INCORPORATION

SEP 25 09 8 59

OF

INTERMOUNTAIN EMERGENCY PHYSICIANS, INC.

The undersigned, in order to form a corporation for the purposes hereinafter stated, pursuant to the Idaho Business Corporation Act, does hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation shall be INTERMOUNTAIN EMERGENCY PHYSICIANS, INC.

ARTICLE II

The corporation is formed to transact any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE III

The Corporation is to have perpetual existence.

ARTICLE IV

The address of the Corporation's initial registered office shall be 330 Shoup Avenue, Idaho Falls, County of Bonneville, State of Idaho 83402, and the name of its initial registered agent at such address is Gregor S. Chvisuk, c/o Holden, Kidwell, Hahn & Crapo.

ARTICLE V

The capital stock of the Corporation shall be one thousand (1,000) shares of common stock, without par value. The capital stock of the Corporation shall not be assessable.

ARTICLE VI

The name and address of the incorporator is:

Gregor S. Chvisuk
330 Shoup Avenue
Idaho Falls, Idaho 83402

ARTICLE VII

The number of directors constituting the initial board of directors of the Corporation is four (4) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

Tom C. Thompson, M.D., P.A.
an Idaho professional corporation
3100 Channing Way
Idaho Falls, Idaho 83404

Robert S. Wagner, M.D., P.C.,
a Wyoming professional corporation
3100 Channing Way
Idaho Falls, Idaho 83404

Rick D. Lamb, M.D.
3100 Channing Way
Idaho Falls, Idaho 83404

Jill M. Riegel, M.D.
3100 Channing Way
Idaho Falls, Idaho 83404

ARTICLE VIII

Provisions denying preemptive rights are: None

ARTICLE IX

Provisions for the regulation of the internal affairs of the corporation are: None

DATED this 24th day of September, 1987.


Gregor S. Chvisuk

INCORPORATOR