

**ARTICLES OF INCORPORATION**  
**OF**  
**TRACY ANESTHESIA SERVICES, INC.**

The undersigned, who is duly licensed to practice the profession of nursing and is a certified registered nurse anesthetist, pursuant to Title 30 Chapter 13 of the Idaho Code for the purpose of rendering anesthesia services, hereby adopts the following articles of incorporation for such corporation:

ARTICLE ONE

The name of the corporation shall be Tracy Anesthesia Services, Inc.

ARTICLE TWO

The purposes for which the corporation is formed are as follows:

1. To exercise the corporate purposes and to practice nursing with an anesthesia specialty, in any states where the original incorporator is licensed to practice.
2. To engage in the general practice of nursing and the specialty of anesthesia for which the original incorporator is trained and is licensed.
3. To do anything necessary or incidental to the practice of nursing in the specialty of anesthesia as might be from time to time necessary, to carry out the related corporate purposes, provided that all activities are within the licensure requirements of nursing and anesthesia associated therewith.
4. To invest its funds in real estate, mortgages, stocks, bonds, or any other type of investment and to own real or personal property necessary for the rendering of the professional services specified above.
5. To do such acts and carry on such business as may be permitted by Idaho Code Section 30-1307, subject to the limitations thereof.

ARTICLE THREE

The address of the principal office of the corporation shall be 504 South Hall St., Grangeville, ID 83530.

ARTICLE FOUR

The name and post office address of the incorporator is:

Dennis W. Tracy, of 504 South Hall St., Grangeville, ID 83530.  
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IDAHO SECRETARY OF STATE  
01/26/2004 05:00  
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2004 JAN 26 AM 9:00  
CLERK OF IDAHO

## ARTICLE FIVE

The corporation shall be governed by a board consisting of one director. The director shall be the stockholder in the corporation and shall be elected by the stockholder.

The qualifications of the director shall be pursuant to Idaho Code §30-1315.

The number of directors constituting the initial board of directors is one, and the name and post office address of the person who shall serve as director until his successor is qualified and elected is:

Dennis W. Tracy, 504 South Hall St., Grangeville, ID 83530.

## ARTICLE SIX

The aggregate number of shares of stock that the corporation is authorized to issue is a 1,000,000.00 shares, which common stock shall have a par value of \$1.00 per share. Stock shall be issued only to persons who are licensed to practice nursing with an anesthesia specialty in the State of Idaho or in any other state where this corporation would qualify to do business under the laws of that state.

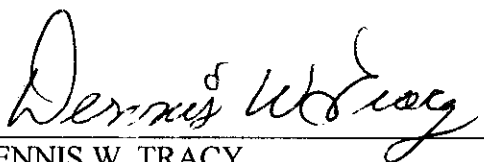
## ARTICLE SEVEN

The duration of the corporation shall be perpetual.

## ARTICLE EIGHT

The registered agent for the corporation who is a citizen of the State of Idaho and actually resides therein is Dennis W. Tracy, whose address is 504 South Hall St., Grangeville, ID 83530.

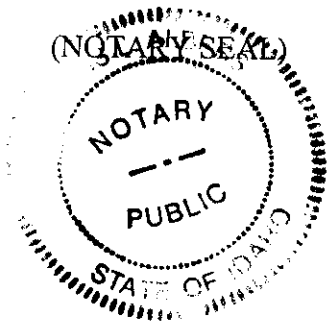
IN WITNESS WHEREOF, the undersigned has executed these articles of incorporation at Grangeville, Idaho, on the 20<sup>th</sup> day of January, 2004.

  
DENNIS W. TRACY

STATE OF IDAHO    )  
                                  ss  
County of Idaho    )

On this 20<sup>th</sup> day of January, 2004, before me, a Notary Public, in and for said County and State, personally appeared DENNIS W. TRACY, known to me to be the person whose name is subscribed to the within instrument, and he acknowledged to me that he freely executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.



*Dennis W. Tracy*  
Notary Public for the State of Idaho,  
Residing at Grangeville, therein.  
My commission expires 12-26-2006