



ARTICLES OF AMENDMENT (General Business)

FILED/EFFECTIVE
04/25/2002 PM 2:15
STATE OF IDAHO

To the Secretary of State of the State of Idaho

Pursuant to Title 30, Chapter 1, Idaho Code, the undersigned corporation amends its articles of incorporation as follows:

1. The name of the corporation is: FIRST CHOICE HOME CARE, INC.

C 132375

2. The text of each amendment is as follows:

Article I The name of the corporation shall be FIRST CHOICE HOME CARE & HOSPICE, INC. See attached

Article IV See the attached Amended Articles of Incorporation

Article VI See the attached Amended Articles of Incorporation

Article VII See the attached Amended Articles of Incorporation

3. The date of adoption of the amendment(s) was: August 1, 2001

4. Manner of adoption (check one):

The amendment consists exclusively of matters which do not require shareholder action pursuant to section 30-1-1002, Idaho Code, and was, therefore, adopted by the board of directors.

None of the corporation's shares have been issued and was, therefore, adopted by the incorporator board of directors.

The number of shares outstanding and entitled to vote was -200-

The number of shares cast for and against each amendment was:

<u>Amended article</u>	<u>Shares for</u>	<u>Shares against</u>
I, IV, VI, VII	-200-	-0-

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

Dated: April 23, 2002

Signed: Debra L. Gates - Mogelson

Typed Name: Debra L. Gates-Mogelson

Capacity President/Director/Incorporator

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general business\pb5
Revised 1/2001
Web Form

IDAHO SECRETARY OF STATE
04/25/2002 05:00
CK: 2678 CT: 129533 BH: 461715
1 0 30.00 = 30.00 AMEND PROF # 2
1 0 20.00 = 20.00 EXPEDITE C # 3

C 132375

AMENDED ARTICLES OF INCORPORATION
OF
FIRST CHOICE HOME CARE, INC.

*62 APR 25 PH 2:15
STATE OF IDAHO*

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, natural persons over the age of eighteen years and citizens of the United States, do this day voluntarily form a corporation under the laws of the State of Idaho, as contained in Chapter 1 of Title 30, Idaho Code, entitled "General Business Corporation Act" and to that end we certify in writing:

ARTICLE I
NAME

The name of the corporation shall be **FIRST CHOICE HOME CARE & HOSPICE, INC.**

ARTICLE II
PURPOSE AND POWERS

The purposes for which this corporation is organized are:

- (a) To engage in the business of providing hospice services, by providing supplies and services under the Nurse Practice Act of Idaho, administration and operation of Hospice Services Agency under applicable state and federal rules and regulations and other services.
- (b) To invest funds in real property, personal property, mortgages, stocks, bonds or any other types of investments and to own or lease real or personal property necessary for the rendering of such business; and
- (c) To engage in such other businesses which may be authorized or permitted by the General Business Corporation Act, any lawful act or activity for which corporations may be organized under the Idaho Business Corporation Act (Chapter 1 of Title 30, Idaho Code) and to the extent not inconsistent with the foregoing as may be permitted by the Idaho Business Corporation Act (Chapter 1 of Title 30, Idaho Code).

ARTICLES OF INCORPORATION - 1

IDAHO SECRETARY OF STATE
04/25/2002 05:00
CK: 2678 CT: 129533 BH: 461715
1 0 30.00 = 30.00 AMEND PROF # 2
1 0 28.00 = 28.00 EXPEDITE C # 3

C132375

ARTICLE III DURATION

Subject to dissolution in the manner provided by law, the corporation shall be perpetual.

ARTICLE IV REGISTERED OFFICE

The registered office of the corporation in the State of Idaho shall be located at 147 Main Avenue East, Twin Falls, Idaho 83301. Debra L. Gates-Mogelson shall be the registered agent at the address set forth above.

ARTICLE V CORPORATE STOCK

The aggregate number of common shares which the corporation shall have authority to issue is ten thousand (10,000), which shall have no par value.

ARTICLE VI INCORPORATORS

Following are the names and addresses of the incorporators of the corporation:

<u>NAME OF INCORPORATORS</u>	<u>ADDRESS</u>
Debra L. Gates-Mogelson President/Owner/Director	3527 Twin Falls Grade Kimberly, ID 83341

ARTICLE VII MANAGEMENT

The business of the corporation shall be managed by a board of at least two (2) directors. A director shall hold office for the term for which he/she was named or elected and until their successor is elected and qualifies. Debra L. Gates-Mogelson, President/Owner/Director, 3527 Twin Falls Grade, Kimberly, Idaho 83341, Stanley Mogelson, Secretary/Director, 3527 Twin Falls, Grade, Kimberly, ID 83341, Barbara R. Bacon, Treasurer/Director, 225 Clear Springs Drive, Twin Falls, ID, 83301, shall serve as the initial board of directors until the first annual meeting of shareholders or until the successors are elected and qualified. A majority of the Board of Directors shall constitute a quorum and shall have power to transact the business and exercise the corporate powers of the corporation as may be stated in the By-Laws of the corporation.

ARTICLE VIII PERSONAL LIABILITY LIMITATION

The private property of the stockholders of the corporation shall not be subject to the payment of corporate debts to any extent, whatever, and the shares of the corporation shall not be subject to assessment for the purpose of paying expenses, conducting business or paying debts of the corporation.

ARTICLE IX BY-LAWS

The initial By-Laws of the corporation shall be adopted by its Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws, subject to repeal or change by action of the shareholders shall be vested in the Board of Directors.

IN WITNESS WHEREOF, I have set my hand this 24 day of
April, 2008

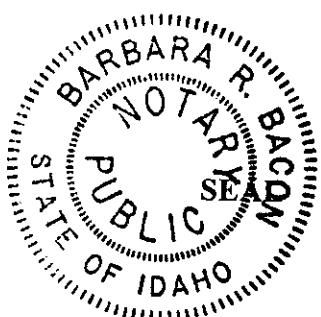
Debra L. Gates-Mogelson
Debra L. Gates-Mogelson

Stanley Mogelson
Stanley Mogelson

STATE OF IDAHO)
) ss:
 County of Twin Falls)

On this 24th day of April, 2008 before me a
Notary Public in and for said State, personally appeared Debra L. Gates-Mogelson,
Stanley Mogelson, known or identified to me to be the persons whose names are
subscribed to the foregoing instrument, and acknowledged to me that they executed the
same.

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



Barbara R. Bacon
NOTARY PUBLIC FOR IDAHO
Residing at: TWIN FALLS
My Commission Expires: 3-30-07

IN WITNESS WHEREOF, I have set my hand this 21st day of
April, 2002

Barbara R Bacon
Barbara R. Bacon

STATE OF IDAHO)
) ss:
County of Twin Falls)

On this 24 day of April, 2002 before me a
Notary Public in and for said State, personally appeared Barbara R. Bacon, known or
identified to me to be the person (s) whose name (s) are subscribed to the foregoing
instrument, and acknowledged to me that they executed the same.

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

SEAL

Sharon Danner
NOTARY PUBLIC FOR IDAHO
Residing at: Twin Falls
My Commission Expires: 9-26-04