

FILED EFFECTIVE

RESTATED ARTICLES OF INCORPORATION
OF
DIVINE MEDICAL SERVICES, INC.

[A Tax-exempt Idaho Nonprofit Corporation]

2011 NOV -7 AM 9:05
SECRETARY OF STATE
STATE OF IDAHO

1. The name of the Corporation is Divine Medical Services, Inc., which was incorporated on October 21, 1957, as St. Benedicts Hospital, Inc.
2. These Restated Articles of Incorporation supersede and amend the previous Articles of Incorporation and all amendments thereto and are executed pursuant to the provisions of The Idaho Nonprofit Corporation Act (the "Act"), as amended.
3. The text of the Restated Articles of Incorporation is as follows:

ARTICLE 1
NAME

The name of the Corporation shall be Divine Medical Services, Inc.

ARTICLE 2
PURPOSES

The Corporation is organized and shall be operated exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the United States Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law (hereinafter referred to as the "Code"). More specifically, the Corporation is created and organized to own, maintain, operate and conduct, directly or indirectly, and to assist and coordinate activities of facilities and services for health care, education, care for the aged and social services.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE 3
POWERS

Subject to the express purposes set forth above and to the reserved powers of St. Luke's Health System, Ltd. and St. Luke's Magic Valley Regional Medical Center, Ltd., which reserved powers are set forth in the Bylaws of the Corporation, the Corporation shall have the power to engage in, and to do, any lawful activity which is consistent with the purposes set forth in Article 2.

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ARTICLE 4 EARNINGS

The Corporation is organized and shall be operated exclusively for charitable, educational, religious and scientific purposes within the meaning of Section 501(c)(3) of the Code. No part of the net earnings of the Corporation shall inure to the benefit of any Director or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Member, Director, or officer of the Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

ARTICLE 5 DURATION

The duration of the Corporation shall be perpetual.

ARTICLE 6 ADDRESS AND AGENT

The address of the principal office of the Corporation is 709 North Lincoln, Jerome, Idaho 83338. The location of the registered office of the Corporation shall be 801 Pole Line Road West, Twin Falls, Idaho 83301. Registered agent shall be James L. Angle, CEO, St. Luke's Magic Valley Regional Medical Center, Ltd., 801 Pole Line Road West, Twin Falls, Idaho 83301.

ARTICLE 7 MEMBER

The Corporation shall have one Member, which shall be St. Luke's Jerome, Ltd., a tax-exempt Idaho nonprofit corporation, having its principal office at 709 North Lincoln, Jerome, Idaho 83338 ("Member"). The Member shall have such rights as are specified in the Corporation's Bylaws.

ARTICLE 8 EFFECTIVE DATE

These Restated Articles of Incorporation are effective as of October 1, 2011.

ARTICLE 9 DIRECTORS

The management of the Corporation shall be vested in a Board of Directors which shall consist of no fewer than three (3) people. Directors must be natural persons and a majority of the directors must be adults.

ARTICLE 10 PERSONAL LIABILITY

Members, officers and Directors of the Corporation shall have no personal liability for the obligations of the Corporation.

**ARTICLE 11
CAPITAL STOCK**

The Corporation shall not have capital stock.

**ARTICLE 12
DISSOLUTION**

Upon dissolution of the Corporation implemented by the Member pursuant to its Bylaws, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation, as determined by a two-thirds (2/3) supermajority of the Board of Directors, to such organization(s) organized and operated exclusively for charitable, educational, religious or scientific purposes which are, at the time, exempt organization(s) under Section 501(c)(3) of the Code, and contributions to which are deductible under Section 170(c)(2) of the Code.

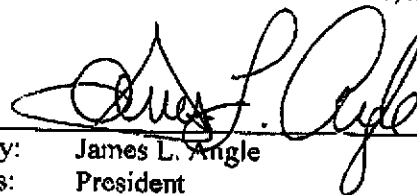
**ARTICLE 13
RESERVED POWERS**

Certain powers and rights are reserved to St. Luke's Health System, Ltd. and St. Luke's Magic Valley Regional Medical Center, Ltd., each an Idaho nonprofit corporation. These reserved powers are set forth in the Bylaws of the Corporation.

CERTIFICATION

I, James L. Angle, President of the Corporation, do hereby certify that the foregoing Restated Articles of Incorporation were duly adopted by the Corporation, effective October 1, 2011.

DIVINE MEDICAL SERVICES, INC.



By: James L. Angle
Its: President

Dated: 11/3/2011