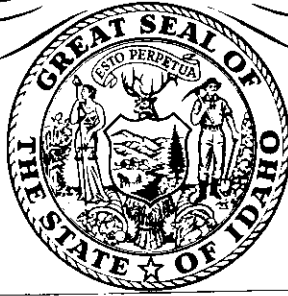


State of Idaho



Department of State.

CERTIFICATE OF INCORPORATION

I, ARNOLD WILLIAMS, Secretary of State of the State of Idaho, and legal custodian of the corporation records of the State of Idaho do hereby certify that the original of the articles of incorporation of

PROFESSIONAL SERVICES CENTER, INC.

was filed in the office of the Secretary of State on the **twenty-first** day of **July**, A.D. One Thousand Nine Hundred **Fifty-Nine** and duly recorded on Film No. **108** of Record of Domestic Corporations, of the State of Idaho, and that the said articles contain the statement of facts required by Section 30-103, Idaho Code.

I FURTHER CERTIFY, That the persons executing the articles and their associates and successors are hereby constituted a corporation, by the name hereinbefore stated, for ~~perpetual existence~~ from the date hereof, with its registered office in this State located at **Idaho Falls,** in the County of **Bonneville.**

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State. Done at Boise City, the Capital of Idaho, this **twenty-first** day of **July**, A.D., 19 **59**

Secretary of State.

PROFESSIONAL SERVICES CENTER, INC.

BEFORE ME, the undersigned authority, do hereby certify that the foregoing is a true and correct copy of the original thereof, as the same appears from the records of the office of the Secretary of State of the State of Ohio, and that the same is a true and correct copy of the original thereof, as the same appears from the records of the office of the Secretary of State of the State of Ohio, and that the same is a true and correct copy of the original thereof, as the same appears from the records of the office of the Secretary of State of the State of Ohio.

ARTICLE I.

The name of this corporation shall be, and is, Professional Services Center, Inc.

ARTICLE II.

This corporation shall have perpetual existence, unless otherwise provided by law.

ARTICLE III.

This corporation is organized to, and the place of its principal office and principal business shall be, in the County of Hamilton, State of Ohio, but branch offices of business, and complete in itself, and the corporation may engage in any part of the business of the corporation, or the whole thereof, as may be authorized at such other places, whether within or without the State of Ohio, within or without the United States of America.

ARTICLE IV.

The amount of the authorized stock of this corporation shall be \$10,000.00, divided into 1,000 shares of the par value of \$10.00 per share.

ARTICLE V.

The names and post office addresses of the incorporators and the number of shares subscribed by each are as follows:

			No. of Shares
William F. Simpson	1234 E. 1st St.	Frank Smith, Toledo	1
John F. Henderson	567 N. 2nd St.	John Smith, Toledo	1
Charles W. Johnson	890 E. 3rd St.	John Smith, Toledo	1
W. F. Johnson	1234 E. 1st St.	John Smith, Toledo	1
W. F. Johnson	567 N. 2nd St.	John Smith, Toledo	1

Each incorporator is a citizen of the United States and of legal age.

~~ARTICLE III.~~

Its purposes and objects for which this corporation is formed shall be to acquire, lease, own, or hold, or to have or to lease, direct or indirect by a wholly owned subsidiary, dentist, doctors, physicians, denturists, and other allied type businesses, and to do all things necessary and proper in running and operating such businesses.

~~ARTICLE III.~~

It is authorized to purchase, lease, construct, or otherwise, any real or personal property deemed necessary or useful in the acquisition, furnishing, improvement, development, or maintenance of any property, real or personal, at any time owned, held, or occupied by the corporation, and to invest, trade, and deal in any real or personal property deemed beneficial to the corporation, and to encumber or dispose of any real or personal property at any time owned or held by the corporation to contract with persons, firms, associations, co-partnerships, corporations, and with municipal, county, state or national governmental agencies for the development of said business.

It enter into contracts or commitments of any type or kind, essential, necessary or proper to the operation of its ordinary affairs, or for the welfare of the corporation.

It conduct business in this State or any other state or the District of Columbia, and to have one or more offices and places of business out of this State, and to acquire, lease, hold, purchase, lease, mortgage, or convey real or personal property situated out of the State of Idaho.

It have, exercise, and enjoy all of the powers now or hereafter conferred by or granted to itself under the laws of the State of Idaho, and particularly all of the powers of public utility service heretofore granted, withheld, withheld, and any present or future amendments thereto, and to do any and all things necessary or convenient for the operation of said utility business, and to carry into effect any and all of the powers and objects and purposes.

ARTICLE III.

All stock of the corporation shall be distributed for cash, or in the case of any stock which may be sold and issued by the corporation at such time and for such price and upon such terms and conditions and to such persons as the board of directors may determine, including the payment and delivery of such stock, for consideration other than cash, and for such other services as may be required.

ARTICLE IV.

The powers, property and the liabilities of this corporation shall not be divided for the benefit of the corporation.

ARTICLE V.

The powers to vote in and control the corporation shall be vested in the stockholders, as well as in the shareholders, as the corporation may from time to time determine, or of the corporation, as the corporation may from time to time determine, and the corporation may, however, from time to time determine, and may be controlled by the corporation.

ARTICLE VI.

The corporation, or any, members of the corporation, or of the corporation, may be held liable or liable for the purpose of this.

Walter J. Patterson
Dr. C. A. Patterson

W. H. Hargrave
W. H. Hargrave
W. H. Hargrave

WITNESSES
County of Hamilton, N.Y.

On this 30th day of July, 1911, before me, the undersigned, a Notary Public in and for the State of New York, personally appeared John W. Hargrave, James J. Hargrave, William J. Patterson, J. Henry Patterson and W. J. Hargrave, known to me to be the persons who executed their names to the within and before of incorporation, and I certified to the fact that they executed the same.

I, Notary Public, have hereunto set my hand and official seal at the City of New York, this 30th day of July, 1911.

Wm. M. Hargrave
Wm. M. Hargrave
Notary Public, residing at
100 N. 10th St., New York.
My Comm. Expires 1-1-12.