

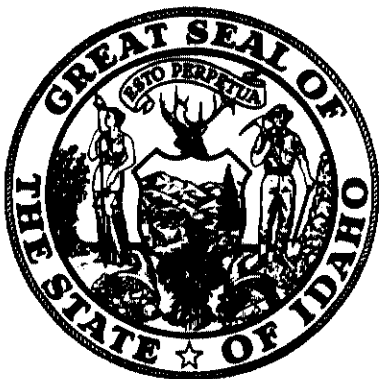
**CERTIFICATE OF INCORPORATION  
OF**

**JERRY L. KNOUF PROFESSIONAL SERVICE CORPORATION, P.A.**

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 9, 1991**



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *[Signature]*

ARTICLES OF INCORPORATION  
OF  
JERRY L. KNOUF PROFESSIONAL SERVICE CORPORATION, P.A.

THE UNDERSIGNED, acting as the incorporator of a corporation under the Idaho Professional Service Act, for the purpose of rendering professional medical services hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I: The name of this corporation is Jerry L. Knouf Professional Service Corporation, P.A.

ARTICLE II: The period of duration of this corporation is perpetual.

ARTICLE III: This corporation is organized for the purpose of engaging in the genral practice of medicine. In connection with the purpose of the general practice of medicine, the corporation shall have the power to invest its funds in real property and securities, to aquire, own, and dispose of real and personal property necessary or related to the rendering of medical services and to do all other acts to the extent permitted under Idaho laws pertaining to professional service corporations.

ARTICLE IV: The aggregate number of shares of stock which the corporation shall have the authority to issue is 5,000 shares voting common stock with one hundred dollars par value. Stocks shall be issued only to persons who are licensed to practice medicine in the State of Idaho and may not be transferred to any one other than an individual who is duly licensed or otherwise legally authorized to practice medicine in the State of Idaho. No share holder shall enter into a voting trust agreement or any other type of agreement vesting another person with the authority to exercise a voting power of any or all of his stock.

ARTICLE V: The address of the principal office of the corporation is 220 Idaho Street American Falls Idaho 83211 and the name of its initial registered agent at such address is Jerry L. Knouf, M.D.

ARTICLE VI: The corporation shall be governed by a board of directors consisting of not less than one and no more than five directors. Directors shall be shareholders in the corporation and shall be elected by the shareholders and must be duly lisenced or otherwise legally authorized to practice medicine in the State of Idaho. The number of directors constituting the initial board of directors of the corporation is one and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and shall qualify is:

**NAME**

Jerry L. Knouf M.D.

**ADDRESS**

2642 Lakeview Road  
American Falls, Idaho 83211

ARTICLE VII: The name and address of each incorporator of this corporation is:

NAME

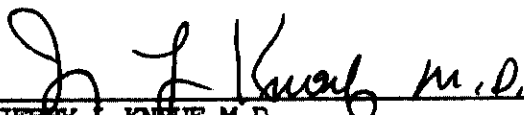
ADDRESS

Jerry L. Knouf M.D.

2642 Lakeview Road  
American Falls, Idaho 83211

ARTICLE VIII: These Article of Incorporation may be amended upon a 2/3 majority vote of the board of directors, or if shareholder action is required by laws of the State of Idaho, by a 2/3 majority vote of the shareholders of the corporation. By-Laws of the corporation may be adopted, repealed, amended or changed by 2/3 majority vote of the directors of the corporation, or if shareholder action is required by the laws of the State of Idaho, they may be repealed, amended or changed by a 2/3 majority vote of the shareholders of the corporation who are present at a meeting called for such purpose.

DATED this 6<sup>th</sup> day of September 1991.

  
JERRY L. KNOUF M.D.