

FILED EFFECTIVE

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SECRETARY OF STATE
STATE OF IDAHO

Articles Of Incorporation

Healing Arts Women's Clinic, P.A.

The undersigned, who is duly licensed physician to practice medicine in the State of Idaho Medicine in the State of Idaho, desire to form a professional corporation pursuant to Idaho Code §30-1301 et. seq. for the purpose of rendering medical services, in the State of Idaho and adopts the following Articles of incorporation.

ARTICLE ONE
NAME

The name of the corporation shall be Healing Arts Women's Clinic, P.A.

ARTICLE TWO
PURPOSES AND POWERS

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

- 1) To engage in the general practice of medicine and the medical specialty of obstetrics and gynecology as a medical corporation and to operate a medical clinic for the purpose of providing medical care and treatment.
- 2) To promote medical, surgical, and scientific research and knowledge; to furnish related laboratory and clinical services; to invest its funds in real estate, mortgages, stocks, bonds, or any other type of investment and to own real and personal property, to enter into contracts, and to engage in any lawful business necessary for the rendering of such professional services.
- 3) To do everything necessary, proper, or convenient for the accomplishment of any of the purposes herein set forth, and to do every other act and thing incidental thereto that is not forbidden by the laws of the State of Idaho or by the provisions of these articles of incorporation.

The professional purpose of this corporation shall be carried out only through officers, employees, and agents who are duly licensed or otherwise legally qualified in the State of Idaho to render professional medical services.

IDAHO SECRETARY OF STATE
06/24/2003 05:00
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ARTICLES THREE
PRINCIPAL OFFICE

The post office address of the principal office of the corporation in the State of Idaho is 222 W. Iowa Street, Suite 225, Nampa, Idaho 83637, Nampa, Canyon County, Idaho 83637. The registered agent is Sean Lynn. The registered agents address is 222 W. Iowa St. Ste. 225.

ARTICLES FOUR
INCORPORATORS

The name and post office address of each incorporator is:

Name	Address
Dr. Sean Lynn	222 W. Iowa Street, Suite 225, Nampa, Idaho 83637

ARTICLE FIVE
DIRECTORS

The corporation shall be governed by a board consisting of no less than 1 and no more than 3 directors. Directors shall be stockholders in the corporation and shall be elected by the stockholders.

The number of directors constituting the initial board of directors is 1 and the names and post office addresses of the persons who shall serve as directors until their successors are elected and qualify are:

Name	Address
Dr. Sean Lynn	222 W. Iowa Street, Suite 225, Nampa, Idaho 83637

ARTICLE SIX
CAPITALIZATION

The aggregate number of shares of stock that the corporation is authorized to issue is 500 shares, which shares shall be common stock having a par value of 0 Dollars (\$0.00) per share. Stock shall be issued only to persons who are licensed to practice medicine in the State of Idaho.

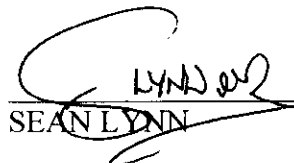
ARTICLE SEVEN
INITIAL CAPITAL

The corporation shall not begin business until the sum of Five Thousand Dollars (\$5,000.00) has been received for the issuance of shares.

ARTICLE EIGHT
DURATION

The duration of the corporation shall be 29 years.

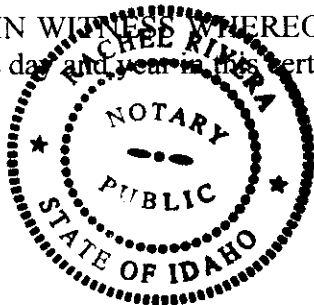
In witness whereof, the undersigned have executed these articles of incorporation
at Caldwell on June 23, 2003.

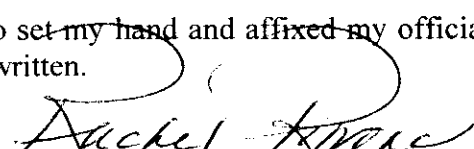

SEAN LYNN

STATE OF IDAHO)
)SS
County of Canyon)

On this 23 day of June, 2003, before me the undersigned Notary Public in
and for said State, personally appeared SEAN LYNN, known to me to be the person
whose name is subscribed to the within instrument and acknowledged to me that he
executed the same.

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




Notary Public for the State of Idaho
Residing at: Caldwell
My Commission Expires: 3/27/2007