

FILED EFFECTIVE

2006 SEP 11 PM 12:28
SECRETARY OF STATE
STATE OF IDAHO

**Articles of Incorporation
of
North Idaho Eye Clinics, Inc.**

The undersigned, acting as the incorporator of a corporation organized under the Idaho Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I.
NAME**

The name of the corporation is North Idaho Eye Clinics, Inc.

**ARTICLE II.
PERIOD OF DURATION**

The period of duration of the corporation is perpetual.

**ARTICLE III.
PURPOSE**

The purpose for which the corporation is organized is the transaction of any and all lawful business activities for which corporations may be incorporated under the Idaho Business Corporations Act.

**ARTICLE IV.
SHARES**

The aggregate number of common shares that the corporation shall have authority to issue is 100.
The shares shall have no par value.

**ARTICLE V.
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The name and address of the initial registered agent and initial registered office is:

Scott L. Poorman
Attorney at Law
8884 N. Government Way, Suite D
Hayden, Idaho 83835

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**ARTICLE VI.
BOARD OF DIRECTORS**

A Board of Directors shall manage the affairs of the corporation. The number of Directors shall be set by the Bylaws and the initial Board of Directors shall consist of one (1) person.

The name and address of the person constituting the initial Board of Directors is:

| <u>NAME</u> | <u>ADDRESS</u> |
|-----------------|--|
| Brian R. Miller | 6349 W. Trestle Street, Unit 2 Rathdrum, ID 83858 |

**ARTICLE VII.
INCORPORATOR**

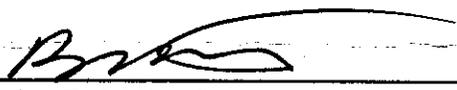
The name and address of the incorporator is:

| <u>NAME</u> | <u>ADDRESS</u> |
|-----------------|--|
| Brian R. Miller | 6349 W. Trestle Street, Unit 2 Rathdrum, ID 83858 |

**ARTICLE VIII.
BYLAWS**

Provisions for the regulation of the internal affairs of the Corporation shall be set forth in the Bylaws.

DATED this 8 day of September 2006.



Brian R. Miller, Incorporator