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SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION

AUG 31

SECRETARY OF STATE

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99/01/1999 09:10:00
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OF

ROCKY MOUNTAIN ARTHRITIS FOUNDATION

That we, the undersigned, citizens of the United States over the age of twenty-one years, acting as incorporators of the corporation under the Idaho Non-profit Corporation Act, Idaho Code §§ 30-3-1 et seq., do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation is and shall be Rocky Mountain Arthritis Foundation, Inc.

ARTICLE II

The duration of the corporation shall be perpetual.

ARTICLE III

The corporation shall be a non-profit corporation under the laws of the State of Idaho. This corporation shall have no capital stock and no shares of stock in the corporation shall be issued.

ARTICLE IV

The sole purpose for which this corporation is formed is to provide continuing medical education for physicians.

ARTICLE V

The corporation is organized exclusively for religious, charitable, scientific, literary or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Notwithstanding any other provisions of these articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE VI

The ^{registered} office of this corporation in the State of Idaho shall be located at 694 Palmetto Drive, Eagle, Idaho 83616, and the name of the registered agent shall be Bob McCurry.

ARTICLE VII

The number of directors of the corporation shall be as provided in the By-Laws of the corporation, but in no event shall the number of the directors be less than three (3). The initial first Board of Directors shall be as follows:

Frank Dega, M.D.	999 N. Curtis Road Boise, Idaho 83706
James Loveless, M.D.	215 E. Hawaii Nampa, Idaho 83686
Peggy Rupp, M.D.	901 N. Curtis Road Boise, Idaho 83706
Terry Nelson, Rph.	5425 Chinden Blvd. Garden City, Idaho 83714
Bob McCurry	694 Palmetto Drive Eagle, Idaho 83616

ARTICLE VIII

The Board of Directors shall manage the affairs of the corporation.

There will be no members.

ARTICLE IX

The principal place of business shall be 694 Palmetto Drive, Eagle, Idaho 83616.

ARTICLE X

The number of incorporations shall be five (5), whose names and addresses are as follows:

Frank Dega, M.D.	999 N. Curtis Road Boise, Idaho 83706
James Loveless, M.D.	215 E. Hawaii Nampa, Idaho 83686
Peggy Rupp, M.D.	901 N. Curtis Road Boise, Idaho 83706

Terry Nelson, Rph.

5425 Chinden Blvd.
Garden City, Idaho 83714

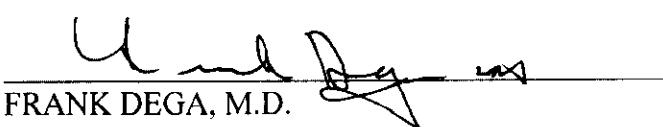
Bob McCurry

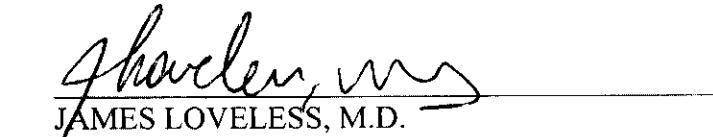
694 Palmetto Drive
Eagle, Idaho 83616

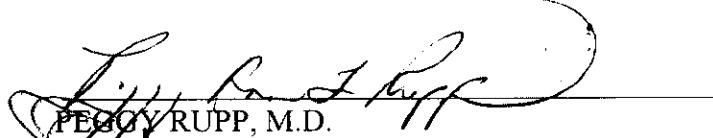
ARTICLE XI

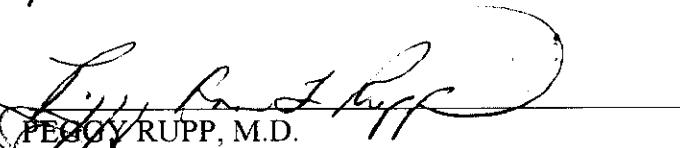
Upon the winding up and dissolution of the corporation, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to a non-profit fund, foundation or a corporation which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

IN WITNESS WHEREOF, We have hereunto set our hands and seals to this instrument, which is executed in triplicate this _____ day of _____, 1999.


FRANK DEGA, M.D.


JAMES LOVELESS, M.D.


PEGGY RUPP, M.D.


TERRY NELSON, Rph.


BOB McCURRY