Madison Cty.

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ARTICLES OF INCORPORATION

OF

MADISON COUNTY MEDICAL ASSOCIATES, P.C.

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SECRETARY OF STATE

The undersigned, acting as the incorporator of a corporation under the Iowa Professional Corporation Act (Chapter 496C, 1985 Code of Iowa), does hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the Corporation is MADISON COUNTY MEDICAL ASSOCIATES, P.C.

ARTICLE II

The purpose for which the Corporation is organized is to engage in the practice of medicine and surgery and to do all lawful things which may be incidental to or necessary or convenient in connection with the practice of medicine and surgery.

ARTICLE III

The aggregate number of shares which this Corporation is authorized to issue is One Hundred Thousand (100,000) shares of common stock with a par value of One Dollar ($1.00) per share. These shares shall be of one class and shall have equal voting rights. Shares of this Corporation's stock and certificates therefor shall be issued only to persons licensed to practice medicine and surgery in the State of Iowa and said shares and certificates therefor are not transferable except as expressly provided in the Iowa Professional Corporation Act and in the By-Laws of this Corporation.

ARTICLE IV

The address of the initial registered office of the Corporation is 60 Court Street, Winterset, Iowa 50273, and the name of its initial registered agent at such address is G. Leon Berkley.

ARTICLE V

The number of directors constituting the initial Board of Directors is two (2) and the name and address of the persons who are to serve as Directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are as follows:

STATE OF IOWA, MADISON COUNTY, ss.
Inst. No. 469 Filed for Record this 5 day of Sept. 19 85 at 9:00 AM
Book 35 Page 574 Recording Fee 10.00 Mary E. Welty, Recorder, By Shirley H. Henry Deputy

Compared

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(2)

Name	Address
G. Leon Berkley, D.O.	Rural Route #1 Winterset, Iowa 50273
Kenneth P. Schultheis, D.O.	3101 Fleur Drive Des Moines, Iowa 50321

ARTICLE VI

The name and address of the incorporator is as follows: Kenneth P. Schultheis, D.O., 3101 Fleur Drive, Des Moines, Iowa 50321.

ARTICLE VII

The initial By-Laws of the Corporation shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is also vested in the Board of Directors of the Corporation.

DATED this 25th day of July, 1985.

Kenneth P. Schultheis

STATE OF IOWA)
) SS.
COUNTY OF Polk)

On this 25th day of July, 1985, before me, the undersigned, a Notary Public in and for the State of Iowa, personally appeared Kenneth P. Schultheis, to me known to be the person named in and who executed the above and foregoing Articles of Incorporation and acknowledged that he executed the same as his voluntary act and deed.

Barbara J. Erickson
, Notary Public
in and for the aforesaid State and County

BARBARA J. ERICKSON
Iowa
NOTARIAL SEAL

OFFICE OF THE SECRETARY OF STATE
Des Moines, Iowa

Instrument recorded in Book — Page — July 30 1985
Cert. No. C022552 Receipt No. —
Filed By Nyemaster Law Firm, Robert Van Oosterhout 810 6th Fl. Hubbell Bldg Des Moines, Ia. 50309
Filing Fee 50.00 Recording Fee Secretary of State
Mary Jo Odell

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MISC. RECORD 35