

ARTICLES OF INCORPORATION
OF
MONTANA FOUNDATION FOR MEDICAL CARE,
a non-profit corporation

195001
STATE OF MONTANA
FILED
APR 25 1973
FRANK MURRAY
SECRETARY OF STATE

By: W. S. Taylor
Deputy

ARTICLE I

The name of the corporation is MONTANA FOUNDATION FOR MEDICAL CARE.

Rec. 20

ARTICLE II

The period of duration of the corporation is perpetual.

ARTICLE III

The purposes for which the corporation is organized are as follows:

1. To promote, develop, and encourage the distribution of medical services by its members to the people of the State of Montana at a cost reasonable to both patient and physician; to preserve unto its members, the medical profession at large, and the public, freedom of choice of both physician and patient; to guard and preserve the physician-patient relationship with its innumerable benefits; to protect the health of the public; to study, in cooperation with prepaid medical care plans which provide for periodic and realistic budgeting for medical care, and which subscribe to and provide for the freedom of selection and the guarantee of the physician-patient relationship, how to promote further the above purposes; to work with and provide information to, the public, chambers of commerce, agricultural associations, trade unions, employers' organizations, and other groups and individuals as to the reasonable cost of adequate medical care; to work

in conjunction with the Montana Medical Association to promote these purposes and the purposes of that organization, which include, among other things, the development and promotion of the art and science of medicine, the protection of the health of the public, and the betterment of the medical profession; to accept gifts, trusts and donations; and to receive property by devise and bequest.

2. To provide a system of professional Peer Review that insures quality medical care at a reasonable cost.

3. To purchase, acquire, own, hold, lease either as lessee or as lessor, sell, exchange, mortgage, deed in trust, develop, construct, maintain, equip, operate, and generally deal in real property and other buildings and any and all property of any and every kind or description, whether real, personal or mixed.

4. To enter into, make perform, and carry out contracts of every kind for any lawful purpose with any person, firm, association, or corporation, municipality, county, state, territory, government, or other municipal or governmental subdivisions.

5. To do and engage in any and all lawful activities which may be identical or reasonably necessary to any of the foregoing powers or purposes, and to have and exercise all other powers and authority now or hereafter conferred upon non-profit corporations under the laws of the State of Montana, subject only to any limitations which might be imposed under the Internal Revenue Code of the United States or any regulations promulgated thereunder having to do with tax-exempt organizations to the end that this corporation may qualify and remain qualified as an exempt organization under the

applicable provisions of the Internal Revenue Code of the United States.

ARTICLE IV

This corporation is organized pursuant to Chapter 23, of Title 15, Revised Codes of Montana, 1947, the "Montana Non-Profit Corporation Act".

This corporation is not organized for nor is it to be operated for profit; this corporation shall be administered and operated exclusively for the purposes described in Article III hereof. No part of the net earnings of this corporation shall inure to the benefit of any private individual or member, whether upon dissolution or otherwise. The property of this corporation is irrevocably dedicated primarily to the purposes set forth in Article III hereof. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations that shall qualify at the time as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) as the Board of Directors shall determine.

ARTICLE V

The registered office of this corporation shall be 2021 Eleventh Avenue, Helena, Montana 59601, and the initial registered agent of the corporation will be Montana Medical Association, a non-profit corporation, whose business address is 2021 Eleventh Avenue, Helena, Montana 59601.

ARTICLE VI

The governing body of the corporation shall be known as the Board of Directors. The number of directors constituting the initial Board of Directors of this corporation shall be twenty-one (21). The following are the names and addresses of the persons who are appointed to act in the capacity of directors, until the selection of their successors:

<u>NAME</u>	<u>ADDRESS</u>
Hollis K. Lefever	Lewistown, Montana
John R. Burgess	Helena, Montana
John P. Pfaff, Jr.	Great Falls, Montana
John A. Newman	Butte, Montana
Clark G. McCarthy	Missoula, Montana
Ernest M. Bargmeyer	Missoula, Montana
George Moffitt	Livingston, Montana
John W. McMahon	Helena, Montana
A. Duane Bloomstrom	Helena, Montana
William J. Dunlap	Missoula, Montana
R. D. Buchanan	Columbia Falls, Montana
William G. Ballinger	Helena, Montana
Alfred M. Fulton	Billings, Montana
Harold W. Fuller	Great Falls, Montana
William E. Hadcock	Conrad, Montana
Colvin H. Agnew	Billings, Montana
Sterling R. Hayward	Billings, Montana
John A. Curtis	Great Falls, Montana

<u>NAME</u>	<u>ADDRESS</u>
John A. Ross	Great Falls, Montana
James K. Cope	Forsyth, Montana
Merle D. Fitz	Scobey, Montana


ARTICLE VII


The names and addresses of each incorporator of this corporation are as follows:

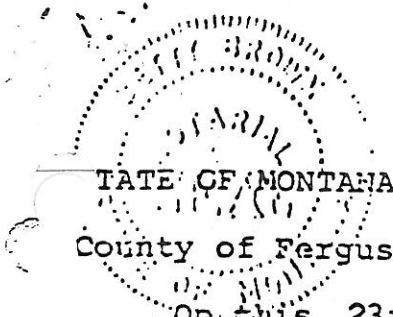
<u>NAME</u>	<u>ADDRESS</u>
Hollis K. Lefever	Lewistown, Montana
John R. Burgess	Helena, Montana
John P. Pfaff, Jr.	Great Falls, Montana

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws fo the State of Montana, the undersigned, constituting the incorporators of this corporation and being three of the persons named above as members of the first Board of Directors of this corporation, have executed these Articles of Incorporation, in duplicate.


 Hollis K. Lefever


 John R. Burgess


 John P. Pfaff, Jr.



STATE OF MONTANA)
County of Fergus) ss:

On this 23rd day of April, 1973, before me, a Notary Public for the State of Montana, personally appeared HOLLIS K. LEFEVER, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

Betty Brown
NOTARY PUBLIC for the State of Montana
Residing at Lewistown, Montana 59457
My Commission Expires: January 30, 1975

STATE OF MONTANA)
County of Lewis and Clark) ss:

On this 25th day of April, 1973, before me, a Notary Public for the State of Montana, personally appeared JOHN R. BURGESS, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

Joan T. Fisher
NOTARY PUBLIC for the State of Montana
Residing at Helena, Montana
My Commission Expires: 8-1-73

STATE OF MONTANA)
County of Cascade) ss:

On this 24th day of April, 1973, before me, a Notary Public for the State of Montana, personally appeared JOHN P. PFAFF, JR., known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same.

Denise M. Hooker
NOTARY PUBLIC for the State of Montana
Residing at Great Falls, MT
My Commission Expires: July 10, 1973

