

AZ CORPORATION COMMISSION  
FILED

## ARTICLES OF INCORPORATION OF

NIMS, INC.

MAY 01 2007

Pursuant to A.R.S. §10-2020  
(An Arizona Business Corporation)FILE NO. 1363064-61. Name:

The name of the Corporation is:

NIMS, INC.

2. Initial Business:

The Corporation initially intends to conduct the business of:

Providing medical services to the public for a fee and any other business permitted  
by Arizona law.3. Authorized Capital:The Corporation shall have authority to issue one million shares of Common Stock.4. Known Place of Business: (In Arizona)

The street address of the company's known place of business in Arizona is:

C/O Athar Shaikh, Statutory Agent  
14638 South Majesty Palm Drive  
Sahuarita, Arizona 85629-90875. Statutory Agent: (In Arizona)

The name and address of the statutory agent of the Corporation is:

Athar Shaikh, Statutory Agent  
14638 South Majesty Palm Drive  
Sahuarita, Arizona 85629-9087

6. Board of Directors:

The initial board of directors shall consist of two (2) directors. The names and addresses of the persons who are to serve as the directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

Athar Shaikh  
14638 South Majesty Palm Drive  
Sahuarita, Arizona 85629-9087

Farhea Shaikh  
14638 South Majesty Palm Drive  
Sahuarita, Arizona 85629-9087

7. Incorporators:

The name and address of the initial board of directors shall consist of two (2) directors. The names and addresses of the persons who are to serve as the directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

Athar Shaikh  
14638 South Majesty Palm Drive  
Sahuarita, Arizona 85629-9087

Farhea Shaikh  
14638 South Majesty Palm Drive  
Sahuarita, Arizona 85629-9087

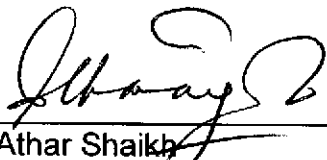
8. Indemnification of Officers, Directors, Employees and Agents:

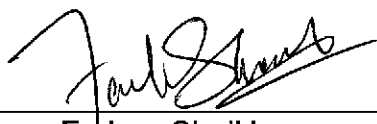
The Corporation shall indemnify any person who incurs expenses or liabilities by reason of the fact he or she is or was an officer, director, employee or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee or agent of another Corporation, partnership, joint venture, trust or other enterprise. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by law.

9. Limitation of Liability.

To the fullest extent permitted by the Arizona Revised Statutes, as the same exists or may hereinafter be amended, a director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for any action taken or any failure to take any action as a director. No repeal, amendment or modification of this article, whether direct or indirect, shall eliminate or reduce its effect with respect to any act or omission of a director of the Corporation occurring prior to such repeal, amendment or modification.


EXECUTED on this 25<sup>th</sup> day of April, 2007, by all of the incorporators.

  
\_\_\_\_\_  
Athar Shaikh  
Incorporator

  
\_\_\_\_\_  
Farhea Shaikh  
Incorporator

**ACCEPTANCE OF APPOINTMENT BY STATUTORY AGENT**

The undersigned hereby acknowledges and accepts the appointment as statutory agent of the above-named corporation effective this 25<sup>th</sup> day of April, 2007.

  
\_\_\_\_\_  
Athar Shaikh  
14638 South Majesty Palm Drive  
Sahuarita, Arizona 85629-9087

-1363064-6

**PROFIT**  
**CERTIFICATE OF DISCLOSURE**  
Pursuant to A.R.S. §10-202. (D).

N I M S, Inc.

EXACT CORPORATE NAME

A. Has any person serving either by election or appointment as officer, director, trustee, incorporator and persons controlling or holding over 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation:

1. Been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
2. Been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
3. Been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the execution of this Certificate wherein such injunction, judgment, decree or permanent order:
  - (a) Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction?; or
  - (b) Involved the violation of the consumer fraud laws of that jurisdiction?; or
  - (c) Involved the violation of the antitrust or restraint of trade laws of that jurisdiction?

Yes \_\_\_\_\_ No X

B. IF YES, the following information MUST be attached:

1. Full name, prior name(s) and aliases, if used.
2. Full birth name.
3. Present home address.
4. Prior addresses (for immediate preceding 7-year period).
5. Date and location of birth.
6. Social Security number.
7. The nature and description of each conviction or judicial action, date and location, the court and public agency involved and file or cause number of case.

C. Has any person serving as an officer, director, trustee, incorporator or holder of over twenty per cent of the issued and outstanding common shares or twenty per cent of any other proprietary, beneficial or membership interest in the corporation served in any such capacity or held a twenty per cent interest in any other corporation in any jurisdiction on the bankruptcy, receivership or charter revocation of the other corporation?

Yes \_\_\_\_\_ No X

IF YOUR ANSWER TO THE ABOVE QUESTION IS "YES", YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

1. Name and address of the corporation.
2. Full name (including aliases) and address of each person involved.
3. State(s) in which the corporation:
  - (a) Was incorporated. (b) Has transacted business.
4. Dates of corporate operation.
5. Date and case number of Bankruptcy or date of revocation/administrative dissolution.

D. The fiscal year end adopted by the corporation is \_\_\_\_\_

Under penalties of law, the undersigned incorporator(s)/officer(s) declare(s) that I(we) have examined this Certificate, including any attachments, and to the best of my(our) knowledge and belief it is true, correct and complete, and hereby declare as indicated above.  
THE SIGNATURE(S) MUST BE DATED WITHIN THIRTY (30) DAYS OF THE DELIVERY DATE.

BY Athar Shaikh BY Farhea Shaikh

PRINT NAME Athar Shaikh PRINT NAME Farhea Shaikh

TITLE Incorporator DATE 4/25/07 TITLE Incorporator DATE 4/25/07

**DOMESTIC CORPORATIONS:** ALL INCORPORATORS MUST SIGN THE INITIAL CERTIFICATE OF DISCLOSURE. If within sixty days, any person becomes an officer, director, trustee or person controlling or holding over 10% of the issued and outstanding shares or 10% of any other proprietary, beneficial, or membership interest in the corporation and the person was not included in this disclosure, the corporation must file an AMENDED certificate signed by at least one duly authorized officer of the corporation.

**FOREIGN CORPORATIONS:** MUST BE SIGNED BY AT LEAST ONE DULY AUTHORIZED OFFICER OF THE CORPORATION.