

ARTICLES OF ORGANIZATION

OF

IMPCCA HOLDINGS, LLC

The undersigned organizer, being a natural person over eighteen years of age, desiring to form a limited liability company under the Colorado Limited Liability Company Act (the "Act"), does hereby deliver to the Secretary of State of the State of Colorado these Articles of Organization:

ARTICLE I

Name

The name of the limited liability company shall be IMPCCA Holdings, LLC (which is hereinafter referred to as the "Company").

ARTICLE II

Registered Agent

The name and address of the initial registered agent of the Company is as follows: Jeffrey Sippel, M.D., 4101 West Conejos Place, Suite 200, Denver, Colorado 80204.

ARTICLE III

Principal Place of Business

The initial principal office and place of business of the Company is 4101 West Conejos Place, Suite 200, Denver, Colorado 80204.

ARTICLE IV

Management

The management of the Company shall be vested in one or more Managers

ARTICLE V

Operating Agreement; Authority and Member Assessments

The manner in which the Company conducts its business and affairs and the rights and obligations of its Members, including Members' obligations to contribute additional capital to the Company or pay any Member assessment, to the extent not expressly required by and provided for in the Act, shall be set forth in the Operating Agreement of the Company, as may from time to time be amended in accordance with the provisions contained therein.

ARTICLE VI
Name and Address of Organizer

The name and address of the organizer of the Company are as follows:

Jeffrey Sippel, M.D.
4101 W. Conejos Place, Suite 200
Denver, Colorado 80204.

ARTICLE VII
Delivery for Filing

The name and address of the individual who causes this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused is:

Taylor T. Pollock
Holland & Hart LLP
555 17th Street, Suite 3200
Denver, Colorado 80202

3498630_1.DOC