



**CERTIFICATE OF INCORPORATION
OF**

SPA CENTER, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: September 30, 1986



SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
of

SPA CENTER, INC. 1986 09 26 8 47

The undersigned, acting as incorporators of a corporation under the Idaho Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is SPA CENTER, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are: the transaction of any or all lawful business for which corporation may be incorporated under the Idaho Business Corporation Act.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is two thousand (2,000) shares of common stock, with the par value of one hundred dollars (\$100.00) per share for a total capital authorization of two hundred thousand dollars (\$200,000.00). All of said stock shall be of one class and shall be common stock.

FIFTH: The address of the initial registered office of the corporation is 3812 Meadow Lane, Nampa, Canyon County, Idaho 83651, and the name of its initial registered agent at such address is CHESTER C. KERSTEIN.


SIXTH: The number of directors constituting the initial board of directors of the corporation is two, and the names and address of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
CHESTER C. KERSTEIN	3812 Meadow Lane Nampa, Idaho 83651
WALTER J. HENNIG	1115 North 12th #2 Boise, Idaho 83702

SEVENTH: The name and address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
CHESTER C. KERSTEIN	3812 Meadow Lane Nampa, Idaho 83651
WALTER J. HENNIG	1115 North 12th #2 Boise, Idaho 83702

DATED: September 26, 1986


CHESTER C. KERSTEIN


WALTER J. HENNIG