

**ARTICLES OF INCORPORATION
OF
NEW ATTITUDE, INC.**

FILED

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STATE OF IDAHO

The undersigned individual, desiring to form a corporation in accordance with Title 30, Chapter 1, Idaho Code, does hereby submit the following Articles of Incorporation.

**ARTICLE ONE
NAME**

The name of the corporation shall be NEW ATTITUDE, INC.

**ARTICLE TWO
PURPOSES**

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

- (1) To engage in the business of operating one or more fitness & weight loss centers; and
- (2) To engage generally in the business of a corporation as the same is now and hereafter defined by statute, rule and regulation, and in connection therewith to own property, to enter into contracts, and to transact any lawful business related thereto;
- (3) That the corporation be designated as a subchapter S corporation in accordance with IRS regulations.

**ARTICLE THREE
PRINCIPAL OFFICE AND AGENT**

The Place in the State of Idaho where the corporation's principal and registered office is to be located is Moscow, Idaho. The registered agent shall be Terri L. Klein, 5283 Robinson Park Road, Moscow, Idaho 83843.

**ARTICLE FOUR
DIRECTORS**

The number of directors of the corporation shall be two (2), which number may be increased pursuant to the bylaws of the corporation. The initial directors shall be Terri L. Klein and Lorena R. Herrington, both of Moscow, Idaho.

IDAHO SECRETARY OF STATE

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**ARTICLE FIVE
STOCK**

The total number of shares of stock which the corporation has authority to issue is one thousand (1000) shares, which shall not be divided into classes; all of such shares are without par value. The issuance and transfer of such shares shall be subject to the restrictions and limitations of Idaho Code.

**ARTICLE SIX
INCORPORATOR**

The name and address of the incorporators are Terri L. Klein, 5283 Robinson Park Road, Moscow, Idaho 83843, and Lorena R. Herrington, 410 S. Jefferson, Moscow, Idaho, 83843.

**ARTICLE SEVEN
DURATION**

The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on the 21st day of October, 1999.

Incorporator:

Terri L. Klein
Terri L. Klein

Address:

5283 Robinson Park Road
Moscow, Idaho 83843

Incorporator:

Lorena R. Herrington
Lorena R. Herrington

Address:

410 S. Jefferson
Moscow, Idaho 83843