

State of Idaho

Department of State

CERTIFICATE OF INCORPORATION OF

ASHCRAFT INVESTMENTS, INC.

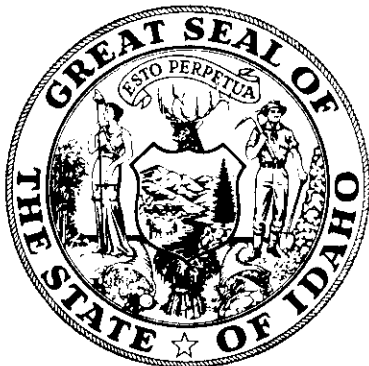
I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

ASHCRAFT INVESTMENTS, INC.

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: *December 31, 1981*



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

of

ASHCRAFT INVESTMENTS, INC.

The following Articles of Incorporation are hereby adopted pursuant to the Idaho Business Corporation Act:

1. Name.

The name of the corporation is:

Ashcraft Investments, Inc.

2. Duration.

The corporation shall have perpetual duration.

3. Purposes.

The corporation is formed for the purposes of owning, managing and operating Diet Centers and any and all other types of investments and any or all other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

4. Authorized Shares.

The corporation shall be authorized to issue 10,000 shares, all of one class, for a par value of \$10.00 per share.

5. Registered Agent and Office.

The name of the initial registered agent and the address of the initial registered office of the corporation are:

Boyd Bingham Ashcraft
Route 1
Sugar City, Idaho 83448

6. Directors.

The initial Board of Directors shall consist of two directors whose names and addresses are as follows:

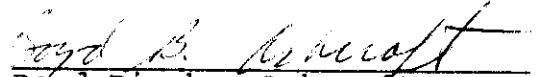
<u>Name</u>	<u>Address</u>
Boyd Bingham Ashcraft	Route 1, Sugar City, ID 83448
Kenneth R. Howell	221 South Idaho Avenue Sugar City, ID 83448

7. Incorporator.

The name and address of the incorporator:

Boyd Bingham Ashcraft
Route 1
Sugar City, Idaho 83448

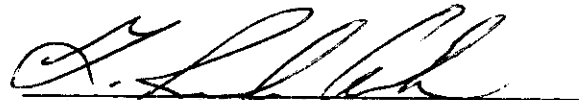
DATED: December 29, 1981.


Boyd Bingham Ashcraft

STATE OF IDAHO,)
 ss.
County of Madison.)

On this 29th day of December, 1981, before me, the undersigned a notary Public in and for said State, personally appeared BOYD BINGHAM ASHCRAFT, known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.


Notary Public for Idaho
Residing at Rexburg, Idaho
My Commission Expires: Life