



CERTIFICATE OF INCORPORATION
OF

THE PERFECT TAN, 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 PERFECT TAN, 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: June 4, 1984.



SECRETARY OF STATE

by: _____

Jan 4 1971
JAN 4 1971

ARTICLES OF INCORPORATION

OF

THE PERFECT TAN, INC.

The undersigned, acting as incorporators, in order to form a corporation for the purposes hereinafter stated, pursuant to the Idaho Business Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation shall be THE PERFECT TAN, INC.

ARTICLE II

This corporation is formed to transact any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

ARTICLE III

The corporation is to have perpetual existence.

ARTICLE IV

The address of the corporation's initial registered office shall be 1202 East 17th Street, Idaho Falls, Idaho 83401, County of Bonneville, State of Idaho, and its initial registered agent at such address shall be James R. Pieplow.

ARTICLE V

The capital stock of the corporation shall be one hundred (100) shares of common stock and shall have a par value of One Cent (1¢) per share. The capital stock of the corporation shall not be assessable.

ARTICLE VI

The name and address of each incorporator is:

James R. Pieplow
482 May Street
Idaho Falls, Idaho 83401

Alan B. Dickson
490 Ogden Canyon
Ogden, Utah 84401

ARTICLE VII

The number of directors constituting the initial Board of Directors of the corporation is two (2) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

James R. Pieplow
482 May Street
Idaho Falls, Idaho 83401

Alan B. Dickson
490 Ogden Canyon
Ogden, Utah 84401

ARTICLE VIII

Provisions denying pre-emptive rights are: None

ARTICLE IX

Provisions for the regulation of the internal affairs of the corporation are: None

Dated this 31 day of MAY, 1984.

James R. Pieplow
James R. Pieplow

Alan B. Dickson
Alan B. Dickson

STATE OF IDAHO)
) ss.
County of Bonneville)

On this 31st day of May, 1984, before me, the undersigned Notary Public for Idaho, personally appeared JAMES R. PIELOW and ALAN B. DICKSON, known or identified to me to be the persons whose names are subscribed to the foregoing ARTICLES OF INCORPORATION, and acknowledged to me that they 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.

(seal)

Greg A. Christ
Notary Public for Idaho
Residing at Idaho Falls, Idaho
My commission expires: Non-expiring