

FILED/EFFECTIVE

ARTICLES OF INCORPORATION

OF

00 AUG 18 AM 8:23

CAMAS FITNESS CLUB, INC.

THE STATE OF IDAHO

The undersigned, acting as incorporators of CAMAS FITNESS CLUB, INC., a corporation under the Idaho Business Corporation Act, hereby adopt the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is:

CAMAS FITNESS CLUB, INC.

SECOND: The period of the corporation's duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

Operation of a fitness center, and all operations and services allied thereto; and

The transaction of any or all other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act, as amended.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 100,000 shares of a single class common stock. Issued shares may be redeemed by the corporation at such times and on such terms and conditions are deemed appropriate by the Board of Directors. Shareholders shall be entitled to cumulative voting on all issues wherein the right to vote exists.

FIFTH: The address of the initial registered office of the corporation is Camas Fitness Club, Inc., 111 S. Meadow, Grangeville, ID 83530 and the name of its initial registered agent at such address is Julie Hauger.

SIXTH: The number of Directors constituting the initial Board of Directors of the corporation is three (3). The number of Directors shall be a minimum of three (3) and a maximum of seven (7). The names and addresses of the persons who are to serve as the Directors until the first annual meeting of the shareholders or until successors are elected and shall qualify are:

IDAHO SECRETARY OF STATE

08/18/2000 09:00
CK: 2030 CT: 87224 BH: 342178

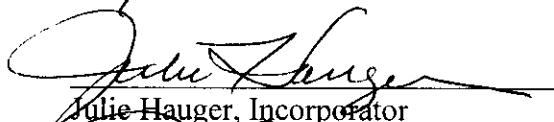
1 @ 100.00 = 100.00 CORP # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

<u>Name</u>	<u>Address</u>
Julie Hauger	Route 2, Box 813, Grangeville, ID 83530
Paul Hauger	Route 2, Box 813, Grangeville, ID 83530
Elizabeth Schussler-Kershner	111 S. Meadow, Grangeville, ID 83530

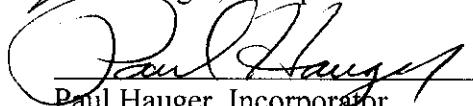
SEVENTH: The names and addresses of the incorporators are:

<u>Name</u>	<u>Address</u>
Julie Hauger	Route 2, Box 813, Grangeville, ID 83530
Paul Hauger	Route 2, Box 813, Grangeville, ID 83530
Elizabeth Schussler-Kershner	111 S. Meadow, Grangeville, ID 83530

DATED this 16 day of August, 2000.

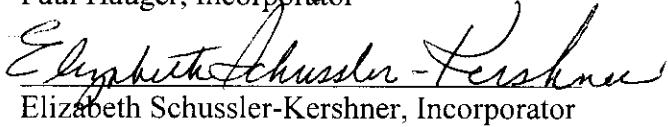


Julie Hauger, Incorporator



Paul Hauger

Paul Hauger, Incorporator



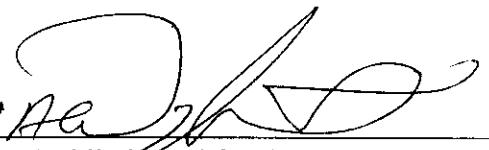
Elizabeth Schussler-Kershner

Elizabeth Schussler-Kershner, Incorporator

STATE OF IDAHO)
: ss.
County of IDAHO)

On this 16 day of August, 2000, before me, the undersigned, a Notary Public in and for said State, personally appeared Paul Hauger and Julie Hauger, husband and wife, and Elizabeth Schussler-Kershner, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

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



Notary Public in and for the
State of Idaho, residing at
Grangeville therein.
My Commission Expires: 4/16/09