

FILED EFFECTIVE

2003 APR 11 AM 8:47

ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
STATE OF IDAHO

ALL OUT TATTOOZ, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the under-
signed natural persons of lawful age and citizens of the United
States, for the purpose of forming a corporation pursuant to the
provisions of the Idaho Business Corporation Act (Title 30, Idaho Code)
do hereby certify as follows:

FIRST

The name of the corporation is

ALL OUT TATTOOZ, INC.

SECOND

The corporation is to have perpetual existence.

THIRD

The purposes and objects for which the corporation is organized
include the transaction of any or all lawful business for which
corporations may be incorporated under the Idaho Business Corporation
Act (Title 30, Idaho Code).

FOURTH

The aggregate number of shares which the corporation shall have
authority to issue is: 100,000 Such shares are to
consist of one class only. The par value of each of such shares
shall be NO PAR VALUE which stocks shall not be issued
until fully paid for, and once so issued shall be non-assessable.

IDAHO SECRETARY OF STATE
04/11/2003 05:00
CK: 3590 CT: 93135 BH: 674196
1 @ 100.00 = 100.00 CORP # 2
1 @ 20.00 = 20.00 CORP SUR # 3
1 @ 20.00 = 20.00 EXPEDITE C # 4

C/48625

FIFTH

All of the shares of stock issued shall be common stock, and all shares shall have equal value, without preferences, limitations or differences in relative rights with respect to other shares.

SIXTH

Stockholders of the corporation shall have pre-emptive and preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, or to any obligations convertible into stock of the corporation, or to obligations of the corporation convertible into stock. Any stock or obligations issued by the corporation shall first be offered to the stock holders of the corporation.

SEVENTH

The address of the initial registered office of the corporation is:

12281 Hughes Lane
POST FALLS, IDAHO 83854

The name of the corporation's initial registered agent at such address is: Joseph R. Riley

EIGHTH

The number of directors constituting the initial Board of Directors is: None at this Time

The names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successors be elected and qualify are:

NAME N/A

ADDRESS N/A

NINTH

The names and addresses of all incorporators are:

NAME Joseph R. Riley

ADDRESS 12281 Hughes Lane Post Falls ID 83854

NAME Matthew G. Slaney

ADDRESS 8795 NW Nicholas Bremerton, WA 98312

NAME _____

ADDRESS _____

NAME _____

ADDRESS _____

IN WITNESS WHEREOF, I/we have hereunto set my/our hand(s)
and seal(s) this 8 day of APRIL, 2003.

Matthew Slaney
Incorporator

Joseph R. Riley
Incorporator

Incorporator

Incorporator