



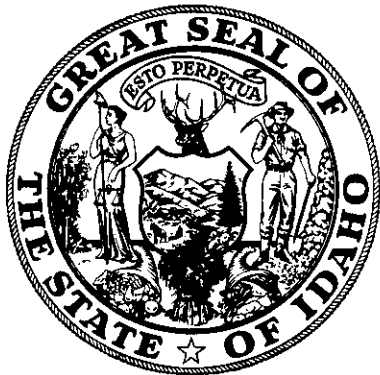
CERTIFICATE OF INCORPORATION
OF

METRO 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 above named corporation, 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: **April 22, 1985**



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

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION

OF

METRO TAN, INC.

KNOW ALL MEN BY THESE PRESENTS that we, JOHN K. DAVIS, STEVEN R. GALLAFENT, DOROTHY G. SCOTT and E. L. SCOTT, citizens of the United States of America, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the State of Idaho, and to that end we do hereby certify:

I

The name of this corporation shall be: METRO TAN, INC.

II

The period of existence of this corporation shall be perpetual.

III

The purpose for which the corporation is formed is to conduct a general business of providing a place and use of machines equipped with sun lamps to the general public from which the skin of those persons using the machines would become tanned. Also for the sale of "sun-tan" machines and sundry items in connection with the business.

IV

The total authorized capital stock of this corporation shall be \$100,000.00, divided into 10,000 shares of the par value of \$10.00 each.

V

The address of the registered office of the corporation and the name of its initial registered agent at such address shall be:

DOROTHY G. SCOTT
124 Valleyview Drive
Pocatello, Idaho 83201

VI

The number of directors constituting the initial board of directors shall be four, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualify are:

<u>NAME</u>	<u>POSTOFFICE ADDRESS</u>
JOHN K. DAVIS	519 South 19th Pocatello, Idaho 83201
STEVEN R. GALLAFENT	618 West Chubbuck Rd. Pocatello, Idaho 83202
DOROTHY G. SCOTT	124 Valleyview Drive Pocatello, Idaho 83201


<u>NAME</u>	<u>POSTOFFICE ADDRESS</u>
E. L. SCOTT	124 Valleyview Drive Pocatello, Idaho 83201

VII

The name and postoffice address of each of the
incorporators are:

<u>NAME</u>	<u>POSTOFFICE ADDRESS</u>
JOHN K. DAVIS	519 South 19th Pocatello, Idaho 83201
STEVEN R. GALLAFENT	618 West Chubbuck Rd. Pocatello, Idaho 83202
DOROTHY G. SCOTT	124 Valleyview Drive Pocatello, Idaho 83201
E. L. SCOTT	124 Valleyview Drive Pocatello, Idaho 83201

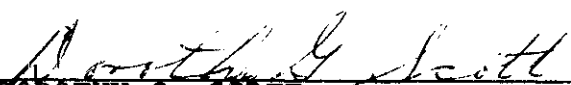
IN WITNESS WHEREOF, we have hereunto set our hands this
16th day of April, 1985.




JOHN K. DAVIS



STEVEN R. GALLAFENT



DOROTHY G. SCOTT



E. L. SCOTT

STATE OF IDAHO)
COUNTY OF Bannock : ss.

On this 16th day of April, 1985, personally appeared before me, a notary public in and for the State of Idaho, JOHN K. DAVIS, STEVEN R. GALLAFENT, DOROTHY G. SCOTT and E. L. SCOTT, 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 seal the day and year first above written.

Elizabeth Henderson
Notary Public for Idaho
Residing at Boise, Idaho
Commission Expires 10-19-85