



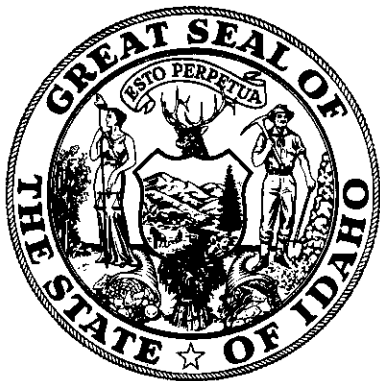
CERTIFICATE OF INCORPORATION
OF

SPORTS & FITNESS CENTER, 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: May 13, 1986



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

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION OF
SPORTS & FITNESS CENTER, INC.

REGISTERED
SEC. 1

06 MAY 1981

1. The name of the corporation is Sports & Fitness
Center, Inc.

2. The period of its duration is perpetual.

3. Its purpose is to transact the business of health,
fitness and sports services as well as all other business not
forbidden by law.

4. It shall have authority to issue 1,000 shares, all of
one class, \$2,500.00 par value per share.

5. The address of its initial registered office is 1740
East 17th Street, Idaho Falls, Idaho 83401. The name of its
initial registered agent at such address is Willard Price.

6. The number of directors constituting its initial board
of directors is three, whose names and addresses are:

Willard Price
1740 East 17th Street
Idaho Falls, Idaho 83401

Deborah Lilya
389 West 400 North
Blackfoot, Idaho 83221

Steve Jackman
376 West 170 North
Blackfoot, Idaho 83221

7. The name and address of each incorporator is:

Willard Price
1740 East 17th Street
Idaho Falls, Idaho 83401

Deborah Lilya
389 West 400 North
Blackfoot, Idaho 83221

Steve Jackman
376 West 170 North
Blackfoot, Idaho 83221

DATED this 9th day of May, 1986.


WILLARD PRICE



DEBORAH LILYA


STEVE JACKMAN

STATE OF IDAHO)
 : ss
County of Bingham)

On this 9th day of May, 1986, before me, the undersigned, a Notary Public in and for the State of Idaho, personally appeared WILLARD PRICE, DEBORAH LILYA and STEVE JACKMAN, known to me to be the persons whose names are subscribed to the within and foregoing Articles of Incorporation which they acknowledged to me that they executed as their free act and deed.

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 State of Idaho
Residing at Blackfoot

My cmn exprs: '0-10-86