State of Idaho

Department of State

CERTIFICATE OF DISSOLUTION
OF

SPORTS AND FITNESS CLUB, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Dissolution of SPORTS AND FITNESS CLUB, INC., duly signed and verified 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 Dissolution, and attach hereto a duplicate original of the Articles of Dissolution.

June 17, 1992



Fite of Cenavrusa SECRETARY OF STATE

By Onlerin Flint

Articles of Dissolution of the Sports and Fitness Club. Inc.

Pursuant to the provisions of the Idaho Business Composition Act, the undersigned corporation adopts the following Articles of Dissolution the purpose of dissolving the corporation. The name of the corporation is the Sports and Fetness

Club, Inc, and its business address is 51 So. 100 East, Repurg, Idaho 83440.

2. The directors of the corporation are Carl Suzanne R. Thurgood, and Joseph B. Romney.

The officers of the corporation are as follows:

President: Carl J Thurgood

Vice-president: Suzanne R. Thurgood Secretary-Treasurer: Joseph B. Romney

Notice of dissolution, as required by section 30-1-87 of the Idaho Business Corporation Act was mailed to all actual or known potential creditors more than 30 days prior to the filing of these articles, together with a notice that the corporation would cease doing business as of September 30, 1991.

4. All debts, obligations, and liabilities of the corporation have been paid or adequate provisions therefor have been made.

- 5. All property and assets of the corporation have been distributed to the successor corporation as directed by the shareholders of the corporation.
 - 6. No suits are pending against the corporation.
- This dissolution has received the unanimous written consent of the shareholders as provided by section 30-1-83 of the Idaho Business Corporation Act.

Dated May 26, 1992

Signed: Sports and Fitness Club, Inc., by

Joseph B. Romney, Secretary-treasurer

State of Idaho County of Madison

On this ______ day of May, 1992, Joseph B. Romney personally appeared before me and, being first duly sworn, declared that he signed the foregoing instrument as Secretary-treasurer of the corporation and that the statements therein are true.

Notary Public

My commission expires 216