

ARTICLES OF INCORPORATION  
OF  
TOTAL FITNESS AND BALANCE, INC.

2018 FEB 15 AM 8:52  
SECRETARY OF STATE  
STATE OF IDAHO

1. Name. The name of the corporation is Total Fitness and Balance, Inc. (the "Corporation").

2. Authorized shares. The aggregate number of shares the Corporation is authorized to issue shall be one thousand (1,000), all of which shall be common voting stock. There shall be only one class of stock authorized.

3. Registered office and agent. The registered office of the Corporation is 259 E 33<sup>rd</sup> N, Idaho Falls, ID 83401 and its registered agent at that address is Cynthia M Berlier.

4. Initial directors. The names and addresses of the directors serving as the Corporation's Board of Directors are as follows:

Name	Address
Cynthia M Berlier	259 E 33 <sup>rd</sup> N, Idaho Falls, ID 83401

5. Incorporator. The name of the incorporator is Cynthia M Berlier and the incorporator's address is 259 E 33<sup>rd</sup> N, Idaho Falls, ID 83401.

6. Voting. Each outstanding share entitled to vote shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of shareholders. Shareholders do not have the right to cumulate their votes for directors.

7. Indemnification. The Corporation shall indemnify the directors and officers of the Corporation to the fullest extent permitted by the Idaho Business Corporation Act, as the same exists or may hereafter be amended (but, in the case of any such amendment, only to the extent that such amendment permits the Corporation to provide broader indemnification rights than the existing Idaho Business Corporation Act permits prior to such amendment).

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8. Limitation of Liability. No director shall be liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty except liability for: (i) the amount of a financial benefit received by a director to which he or she is not entitled; (ii) an intentional infliction of harm on the Corporation of the shareholders; or (iii) an intentional violation of criminal law.

In witness whereof, I have subscribed these Articles of Incorporation this 14th day of February 2018.



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Cynthia M Berlier, Incorporator

IDAHO SECRETARY OF STATE  
02/15/2018 05:00  
CK:3075 CT:306441 BH:1627032  
1@ 100.00 = 100.00 CORP #2  
1@ 20.00 = 20.00 EXPEDITE C #3