

FILED EFFECTIVE

ARTICLES OF INCORPORATION

2004 JUN 28 AM 9:11

I.

THE NAME OF THIS CORPORATION IS SOLEIL SPA, INC.

II.

The period of duration for this corporation shall be perpetual.

III.

The purpose for which this corporation is formed is the transaction of any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

IV.

The corporation shall have authority to issue 1000 shares of stock all of which shall be common voting stock.

V.

The name of the registered agent for the corporation is Shawna H. Fehringer and the address of the registered office is 2643 Lakeview Road, American Falls, ID 83211.

VI.

Incorporators.

The names and the addresses of the incorporators are:

Name: Shawna H. Fehringer  
Address: 2643 Lakeview Road  
American Falls, ID 83211

Name: Russell J. Fehringer  
Address: 2643 Lakeview Road  
American Falls, ID 83211

VII.

Board of Directors.

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of, its Board of Directors, subject to any limitations set forth in a shareholder agreement authorized under Idaho Code §30-1-732. The number of Directors constituting

5800

Articles of Incorporation

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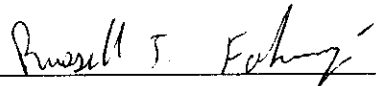
the initial Board of Directors shall be two (2) and the names and addresses of the persons to serve as Directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

Name: Shawna H. Fehringer  
Address: 2643 Lakeview Road  
American Falls, ID 83211

Name: Russell J. Fehringer  
Address: 2643 Lakeview Road  
American Falls, ID 83211

IN WITNESS WHEREOF, we have subscribed these Articles of Incorporation this 21<sup>st</sup> day of June, 2004.

  
Shawna H. Fehringer, Incorporator

  
Russell J. Fehringer, Incorporator