



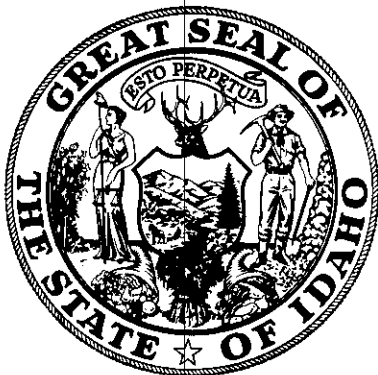
CERTIFICATE OF INCORPORATION
OF

NU YU, 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: September 27, 1985



SECRETARY OF STATE

by: _____

REC-12
SEC. 1
SEP 27 10 10 06

ARTICLES OF INCORPORATION

of

NU YU, INC.

The following Articles of Incorporation are hereby adopted pursuant to the Idaho Business Corporation Act:

1. Name.

The name of the corporation is:

Nu Yu, Inc., or NU YU, INC.

2. Duration.

The corporation shall have perpetual duration.

3. Purposes.

The corporation is formed for the purposes of carrying on and conducting a consultation program in weight control, nutrition and exercise and related programs and any or all other lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

4. Authorized Shares.

The corporation shall be authorized to issue 1,000 shares, all of one class, for a par value of \$1.00 per share.

5. Registered Agent and Office.

The name of the initial registered agent and the address of the initial registered office of the corporation is:

Linda M. Baxter, Route 1, Box 103A, Rexburg, Idaho 83440

6. Directors.

The initial Board of Directors shall consist of two directors whose names and addresses are as follows:

<u>Name</u>	<u>Address</u>
Linda M. Baxter	Route 1, Box 103A, Rexburg
Richard L. Baxter	Route 1, Box 103A, Rexburg

7. Incorporators.

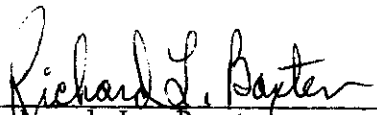
The name and address of the incorporators:

Linda M. Baxter,
Route 1, Box 103A
Rexburg, ID 83440

Richard L. Baxter
Route 1, Box 103A
Rexburg, ID 83440

DATED: 24th day of September, 1985

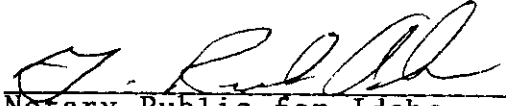

Linda M. Baxter


Richard L. Baxter

STATE OF IDAHO,)
 ss.
County of Madison)

On this 24th day of September, 1985, before me, the undersigned a notary Public in and for said State, personally appeared Linda M. Baxter and Richard L. Baxter, known to me to be the persons whose names subscribed to the within instrument and acknowledged to me that they executed the same.

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 Idaho
Residing at Rexburg, Idaho
My Commission Expires: 11/15/87