

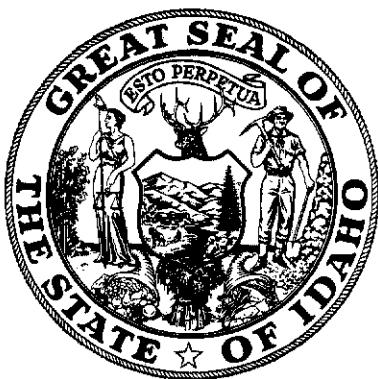
CERTIFICATE OF INCORPORATION
OF

RACQUETEERS RACQUETBALL AND HEALTH CLUB, 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: January 10, 1986



SECRETARY OF STATE

by: _____

1
2 ARTICLES OF INCORPORATION OF RACQUETEERS RACQUETBALL AND
3 HEALTH CLUB, INC.

4 ARTICLE 1

5 NAME

6 The name of the corporation is Racqueteers Racquetball
7 and Health Club, Inc.

8 ARTICLE 2

9 DURATION

10 The duration of the corporation is perpetual.

11 ARTICLE 3

12 PURPOSE

13 The purpose for which the corporation is organized is
14 the transaction of any or all lawful business for which cor-
15 porations may be incorporated under the Idaho Business
16 Corporation Act.

17 ARTICLE 4

18 NUMBER OF SHARES

19 The corporation shall have authority to issue Two
20 Million (2,000,000) shares of common stock with a par value of
21 One Dollar (\$1.00) each.

22 ARTICLE 5

23 REGISTERED OFFICE AND AGENT

24 The initial registered office of the corporation will be
25 located at 1150 East 16th Street, Burley, Cassia County, Idaho
26

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2
3 and the mailing address is P.O. Box 880, Burley, Idaho 83318 and
4 the initial registered agent located at such address is Stephen
5 D. Westfall.

6 ARTICLE 6

7 DIRECTORS

8 The number of directors constituting the initial Board
9 of Directors are seven (7) and the names and address of the
10 directors who will serve until the first meeting of shareholders
11 or until their successors be elected and qualify are as follows:

12 Frederick L. Wood III
13 2311 Park Avenue
14 Burley, Idaho 83318

Brent Payne
2311 Park Avenue
Burley, Idaho 83318

15 Donald E. Westfall
16 1329 Albion Avneue
Burley, Idaho 83318

Stephen D. Westfall
1329 Albion Avenue
Burley, Idaho 83318

17 Joe Henderson, Jr.
18 2515 Demaret
Lake Havasu City, Az. 86403

Hayden Ellingham
2233 Overland Avenue
Burley, Idaho 83318

19 Bruce B. Turner
20 Route #1 Box 105D
Declo, Idaho 83323

21 ARTICLE 7

22 INCORPORATOR

23 The name and address of the incorporator is Stephen D.
24 Westfall, 1329 Albion Avenue, Burley, Idaho 83318.

25 DATED this 1st day of January, 1986.

26 
Stephen D. Westfall