

State of Idaho

Department of State

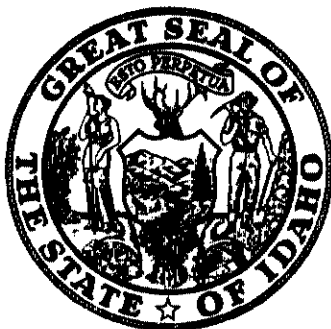
CERTIFICATE OF INCORPORATION OF

NURGE FITNESS SYSTEMS, 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: October 1, 1992



Pete T. Cenarrusa
SECRETARY OF STATE

By

[Signature]

ARTICLES OF INCORPORATION

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SEC. OF STATE

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1. The name of the corporation is: NURGE FITNESS SYSTEMS, INC.
2. The period of duration of the corporation is perpetual.
3. The purpose for which the corporation is organized is to engage in the business of manufacturing, marketing distributing and selling fitness equipment and related products and to transact any other lawful business for which corporations may be incorporated under law.
4. The corporation shall have authority to issue 1,000 shares of common stock, all without par value.
5. The address of the initial registered office of the corporation is 671 Third Avenue, Ketchum, Idaho, 83340, P.O. Box 2468. The name of the initial registered agent of the corporation at such address is: William J. Nurge.
6. The number of directors constituting the initial board of directors of the corporation is two. They are:

William J. Nurge
671 3rd Ave.
Ketchum, ID 83340
P.O. Box 2468

Donald J. Nurge
671 3rd Ave.
Ketchum, ID 83340
P.O. Box 2468

7. The corporation shall indemnify every corporate officer, director and agent to the full extent permitted by law.
8. To the full extent from time to time permitted by law, no director, officer or agent of the corporation shall be personally liable to the corporation or to any of its shareholders for damages for breach of any duty owed to the corporation or to its shareholders except for liabilities arising from any breach of duty based upon an act or omission (1) in breach of duty of loyalty to the corporation, (2) not in good faith or involving a knowing violation of law or (3) resulting in receipt by such director, officer or agent of an improper personal benefit. Neither the amendment nor repeal of this Paragraph 8, nor the adoption of any provision of these Articles of Incorporation inconsistent with this Paragraph 8, shall eliminate or reduce the protection afforded by this Paragraph 8 to a director, officer or agent of the corporation in respect to any matter which occurred, or any cause of action, suit or claim which but for this Paragraph 8 would have been accrued or arisen, prior to such amendment, repeal or adoption.

September 28, 1992

Incorporators: William J. Nurge
671 3rd Avenue
Ketchum, ID 83340
P.O. Box 2468

Donald J. Nurge
671 3rd Avenue
Ketchum, ID 83340
P.O. Box 2468

