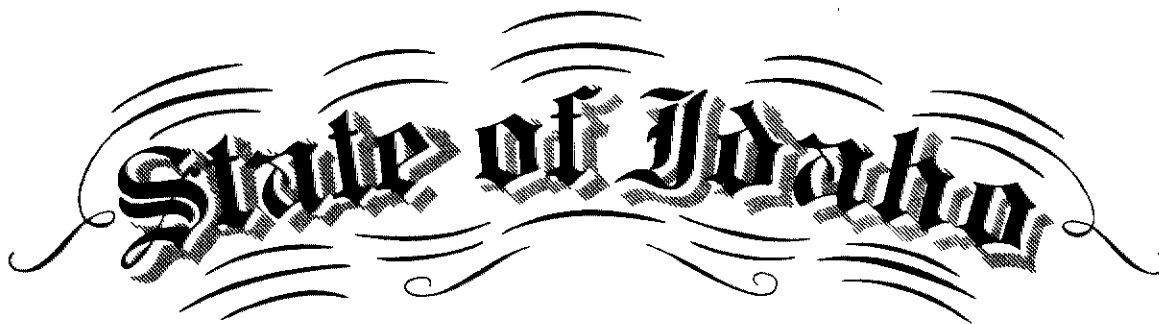


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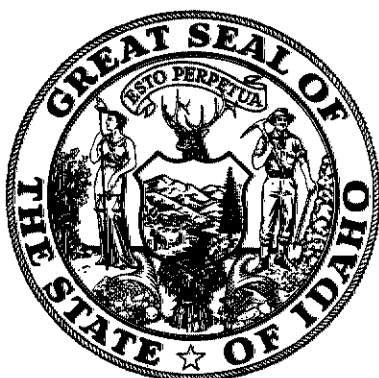
CERTIFICATE OF INCORPORATION  
OF

ELECTRIC BEACH, 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: August 15, 1989



*Pete T. Cenarrusa*

SECRETARY OF STATE

by: *Elizabeth M. Zabala*

ARTICLES OF INCORPORATION

OF  
ELECTRIC BEACH, INC.

AUG 15 10 54 AM '89

SECRETARY OF STATE

The undersigned, acting as incorporator of a corporation under the Idaho Business Corporation Act, adopts the following articles of incorporation:

I.

The name of the Corporation is: ELECTRIC BEACH, INC.

II.

The Corporation is to have perpetual existence.

III.

The Corporation is organized for the purpose of Professional Tanning Salon

and for the transaction of any or all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

IV.

The authorized capital of the corporation consists of a single class of stock, the total number of authorized shares is 50 with a par value of \$ -0-, and an aggregate par value of \$ -0-.

V.

The holders of shares of stock in this corporation are not entitled to pre-emptive rights to purchase additional shares of stock.

VI.

The address of the initial registered office of the Corporation is 2200 South Juniper, Nampa, Idaho 83651.

VII.

The name and address of the initial registered agent of the Corporation is: Elaine Martineau 2200 South Juniper, Nampa, Idaho 83651.

VIII.

The initial Board of Directors shall consist of two members and the name and address of the persons who will serve as the directors until the first annual meeting of shareholders or until successors are elected and qualify are:

NAME:

ADDRESS:

Elaine Martineau

2200 South Juniper, Nampa, Id. 83651

Deeon Martineau

2200 South Juniper, Nampa, Id. 83651

IX.

The name and address of the Incorporator is:

NAME:

ADDRESS:

Elaine Martineau

2200 South Juniper, Nampa, Id. 83651

IN WITNESS WHEREOF, the undersigned has executed this document  
this 14 day of Aug, 19 87.

Elaine E Martineau