

State of Idaho

Office of the Secretary of State

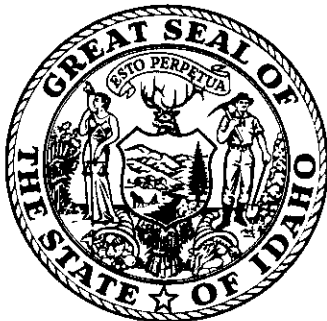
**CERTIFICATE OF AUTHORITY
OF
AVATAR WELLNESS, INC.**

File Number C 150250

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: 31 July 2003



Ben Yursa

SECRETARY OF STATE

By *Monica Okelberry*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2003 JUL 31 A 8:38
SECRETARY OF STATE
IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:
AVATAR WELLNESS, INC.
2. The name which it shall use in Idaho is: AVATAR WELLNESS, INC.
3. It is incorporated under the laws of: DELAWARE
4. Its date of incorporation is: JULY 29, 2003
5. The address of its principal office is:
104B SHORT SWING LANE, KETCHUM, IDAHO 83340
6. The address to which correspondence should be addressed, if different from item 5, is:
P.O. BOX 2592, SUN VALLEY, IDAHO 83353
7. The street address of its registered office in Idaho is: 104B Short Swing Ln., Ketchum, ID 83340
and its registered agent in Idaho at that address is: TRUDY GOLOBIC
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>Trudy Golobic</u>	<u>Director, CEO, Sec.</u>	<u>P.O. Box 2592, Sun Valley, ID 83353</u>
<u>Richard Paul</u>	<u>Director, President</u>	<u>P.O. Box 2592, Sun Valley, ID 83353</u>
<u>James Graca</u>	<u>Director, CCO</u>	<u>P.O. Box 2592, Sun Valley, ID 83353</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: July 29, 2003

Signature:

Typed Name: Trudy Golobic

Capacity: CEO, Secretary

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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Revised 07/2002

IDAHO SECRETARY OF STATE
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Delaware

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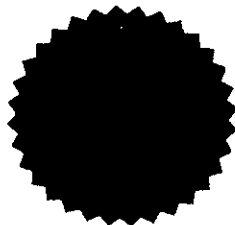
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DEPARTMENT OF STATE
RECEIVED

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AVATAR WELLNESS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF JULY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AVATAR WELLNESS, INC." WAS INCORPORATED ON THE TWENTY-NINTH DAY OF JULY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2555059

DATE: 07-30-03