

State of Idaho

Department of State

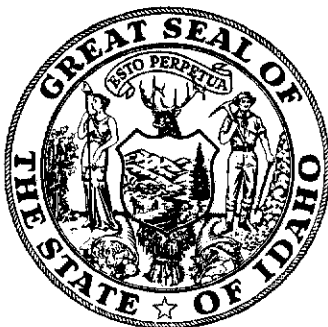
CERTIFICATE OF INCORPORATION OF

NEUROLUX, INC.
File number C 113159

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: December 27, 1995



Pete T. Cenarrusa
SECRETARY OF STATE

By *Anna Seibel*

Dec 27 4 27 PM '95

**Articles of Incorporation
of
Neurolux, Inc.**

SECRETARY OF STATE
STATE OF IDAHO

The undersigned incorporator, desiring to form a corporation pursuant to the provisions of the Idaho Business Corporation Act, adopts the following articles of incorporation.

**Article I
Name**

The name of the corporation is "Neurolux, Inc."

**Article II
Purposes**

The purposes of the corporation are as follows:

- a.) to operate for profit a bar and nightclub business;
- b.) to operate for profit a retail clothing and accessory store; and
- c.) to engage in any lawful business for which corporations may be organized under the Idaho Business Corporation Act.

**Article III
Duration**

The period of duration of the corporation is perpetual.

**Article IV
Registered Office and Agent**

The address of the corporation's initial registered office in the State of Idaho is 113 N. 11th Street, Boise, Idaho 83702, and the name of the corporation's initial registered agent at such address is H. Allen Ireland.

**Article V
Stock**

The corporation shall only authorize and issue one class of stock. The total authorized number of shares without par value is five thousand (5,000).

IDAHO SECRETARY OF STATE
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**Article VI
Directors**

The number of directors constituting the initial board of directors is one (1), and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until his successors are elected and qualify is:

<u>Name</u>	<u>Address</u>
H. Allen Ireland	113 N. 11th Street, Boise, Idaho 83702

The number of directors may be changed at any time hereafter pursuant to a duly-passed amendment to the corporation's bylaws.

**Article VII
Incorporators**

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
H. Allen Ireland	113 N. 11th Street, Boise, Idaho 83702

**Article VIII
S Status**

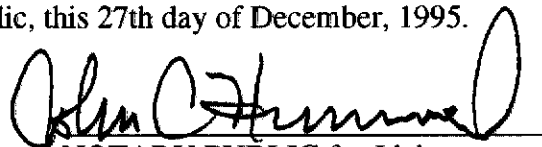
The corporation shall elect to be taxed as an S corporation under the Internal Revenue Code. No stockholder shall do any act (including the sale or transfer of such stockholder's stock) which shall contravene or revoke the corporation's election to be taxed as an S corporation.

IN WITNESS WHEREOF, the undersigned, the Incorporator of the above-named corporation, has executed in duplicate these Articles of Incorporation on this 27th day of December, 1995.



H. Allen Ireland

Subscribed and sworn to before me, a Notary Public, this 27th day of December, 1995.



NOTARY PUBLIC for Idaho
Residing at Boise, Idaho
My commission expires: 12/16/2000