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SECRETARY OF STATE
STATE OF IDAHO

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01 JUL 12 AM 8:56
SECRETARY OF STATE
STATE OF IDAHO

ARTICLES OF INCORPORATION OF THE DANCEWORKS AND GYMNASTICS COMPANY, INC.

The undersigned, Averell M. Lucas, being qualified as an incorporator of a corporation under the Idaho Business Corporate Act, of legal age, enters into these Articles for the purpose of forming a corporation under the laws of the State of Idaho, and does hereby make, adopt, execute, and acknowledge these Articles of Incorporation as follows:

ARTICLE I: Corporate Name

The name of the corporation shall be The Danceworks and Gymnastics Company, Inc.

ARTICLE II: Shares

The corporation shall have authority to issue 500,000 shares of common voting stock.

ARTICLE III: Initial Registered Office and Registered Agent

The initial registered office of the corporation shall be located at 31827 Highway 200, Kootenai, Idaho 83840. The initial registered agent at the address shall be Averell M. Lucas.

ARTICLE IV: Initial Board of Directors

The number of directors of this corporation shall be not less than one nor more than nine. The initial Board of Directors of this corporation shall consist of one board member, who shall be Averell M. Lucas, whose address is P.O. Box 445, Hope,

C139853

Idaho 83836, who shall be the initial chairperson of the Board of Directors, and who shall serve as the Board of Directors until the first annual meeting of shareholders or until the successor(s) has been elected and qualified.

ARTICLE V: Incorporator

The name and address of the incorporator of this corporation is Averell M. Lucas, P.O. Box 445, Hope, Idaho 83836.

ARTICLE VI: Corporate Purpose

The purpose for which this corporation is organized is the transaction of any and all lawful business.

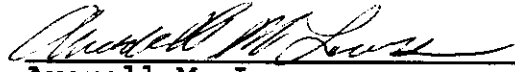
ARTICLE VII: Cumulative Voting

All shareholders are entitled to cumulate their votes for directors.

ARTICLE VIII: Preemptive Rights

All shareholders are entitled to preemptive rights.


IN WITNESS WHEREOF, I have hereunto set my hand this 10th day of July, 2001.


Averell M. Lucas
Incorporator

STATE OF IDAHO)
 : ss.
County of Bonner)

On this 10th day of July, 2001, before me, the undersigned Notary Public, personally appeared Averell M. Lucas, known to me, or proved to me on the basis of satisfactory evidence, to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same.




Notary Public - State of Idaho
Residing at Cocolalla
My Commission expires 04-26-2006