



CERTIFICATE OF INCORPORATION
OF

SATURN LABS, 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: April 2, 1986



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: _____

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SECRETARY OF STATE

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ARTICLES OF INCORPORATION

OF

SATURN LABS, INC.

KNOW ALL PERSONS BY THESE PRESENTS: That, we the undersigned being natural persons of full age and citizens of the United States of America, in order to form a corporation for the purposes hereinafter stated, pursuant to the laws of the State of Idaho, do hereby certify as follows:

ARTICLE ONE
NAME

The name of the corporation shall be SATURN LABS, INC.

ARTICLE TWO
PURPOSES AND POWERS

The purposes for which the corporation is organized are as follows:

(1) To manufacture and distribute LUK liquid baby powder and like products and all other purposes allowed by law.

(2) In connection with the above-mentioned purpose, the corporation shall have the power to invest its funds in real property and securities, to acquire, own, and dispose of real and personal property, and to do all other acts to the extent permitted under Chapter 1 of Title 30 of the Idaho Code, and any present and future amendments thereto.

ARTICLE THREE
PRINCIPAL OFFICE

The post office address of the principal office of the corporation in the State of Idaho is 3084 Fourth Street North Extension, Nampa, Idaho.

ARTICLE FOUR
REGISTERED OFFICE AND REGISTERED AGENT

The address of the corporation's initial registered office in the State of Idaho is Route 7, Box 7116A, Nampa, Idaho. The name of the corporation's initial registered agent at such address is Gary Fields, whose address is same as stated above.

ARTICLE FIVE
INCORPORATORS

The name and post office address of each incorporator is:

Richard Williams, 907 Florence, Idaho;

J.A. Bob Williams, 44 Rose Circle, Meridian, Idaho;

Gary Fields, Route 7, Box 7116A, Nampa, Idaho;

Joseph Smith, 1627 NE Broadway, Portland, Oregon.

ARTICLE SIX
DIRECTORS

The names of the persons appointed to act as the directors until the first annual meeting or until their successors are duly chosen and qualified are:

Gary Fields
Richard Williams
J.A. Bob Williams
Ray Steinhaus

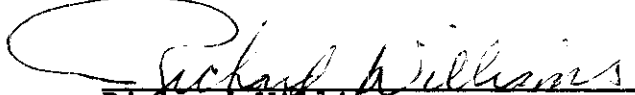
ARTICLE SEVEN
CAPITALIZATION


The aggregate number of shares of stock that the corporation is authorized to issue is 500,000 shares, which shares shall be common stock with no par value.


ARTICLE EIGHT
DURATION

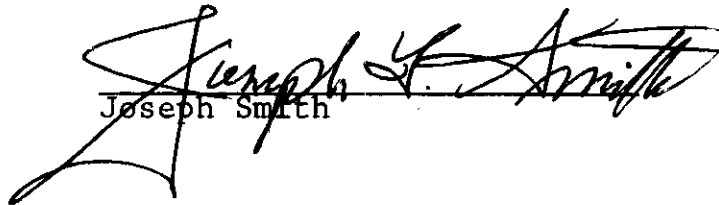
The duration of the corporation shall be perpetual.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation at Nampa, Idaho, on the 3rd day of March, 1986.


Richard Williams


J.A. Bob Williams


Gary Fields


Joseph Smith