

# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

THE DERMA CLINIC, INC.  
File number C 111418

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: July 20, 1995



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *[Signature]*

ARTICLES OF INCORPORATION OF  
JUL 20 9 05 AM '95  
THE DERMA CLINIC, INC.  
SECRETARY OF STATE  
STATE OF IDAHO  
\*\*\*\*\*

IDAHO SECRETARY OF STATE  
7/20/95 9:00:00 AM  
Customer # 48107  
IDVCS60003593 16384  
INCORPORATION FEE  
1 @ 100.00 = 100.00

THE UNDERSIGNED, Acting as incorporators of a corporation under the Idaho Business Incorporation Act, adopt the following articles of Incorporation for such corporation.

I

The name of the corporation is The Derma Clinic, Inc.

II

The period of its duration is perpetual.

III

The purposes for which the corporation is organized are:

A. To conduct a business providing Electrology, Skin Care, and related Retail Sales.

B. To carry on any other kind of business or business activities that the Board of Directors may from time to time deem to be advisable or proper in connection with the business of The Derma Clinic.

C. To purchase, lease, own, sell, mortgage, sublease, and otherwise acquire lands, buildings, easements, or property, real and personal, which may be requisite for the purposes or are capable of being conveniently used in connection with any of the objects of this corporation, and to enter into, make, perform and carry out contracts of every sort and kind with any person, and to acquire and take over the good will, property, rights, franchises

and assets of every kind and the liabilities of any person, firm association, or corporation, either wholly or in part, and to pay for the same in cash, stocks or bonds of the corporation, or otherwise.

D. In the purchase of or acquisition of property, business rights or franchises or for any other object in and about its business or affairs, to incur debt and to borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, debentures, notes, and other evidences of indebtedness.

E. Without in any particular way limiting any of the objects or purposes or powers of the corporation, the business or purposes of the company shall be empowered from time to time to do any one or more or all of the acts and things herein set forth and to engage in the general commercial business, and all such other acts, things, and business in any way connected therewith or auxiliary thereto.

F. To transact any and all lawful business for which corporations may be incorporated under the Idaho Business Corporation Act.

#### IV

The aggregate number of shares which the corporation shall have authority to issue is:

<u>TYPE</u>	<u>NUMBER</u>	<u>PAR</u>	<u>AGGREGATE</u>
Common	1,000	No	1,000 Shares

V

Provisions denying preemptive rights are: None.

VI

Provisions for the regulation of the internal affairs of the corporation are: None.

VII

The Address of the initial registered office of the corporation is 132 Main Avenue South, Twin Falls, Idaho, and the name of its initial registered agent at such address is Dorothy Jelavich.

VIII

The number of directors constituting the initial board of directors of the corporation is two (2). This number may be changed by the bylaws of the corporation, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Dorothy Jelavich	362 Falls Avenue West Twin Falls, Idaho 83301
Patricia G. Martens	1422 East 4400 North Buhl, Idaho 83316

IX

The name and address of each incorporator is:

NAME

ADDRESS

Dorothy Jelavich

362 Falls Avenue West  
Twin Falls, Idaho 83301

Patricia G. Martens

1422 East 4400 North  
Buhl, Idaho 83316

DATED This 19th day of July, 1995.

Dorothy Jelavich  
DOROTHY JELAVICH  
Patricia G. Martens  
PATRICIA G. MARTENS

STATE OF IDAHO )

County of Twin Falls )

On this 19 day of July, 1995, before me, the undersigned Notary Public in and for said County and State, personally appeared DOROTHY JELAVICH and PATRICIA G. MARTENS, known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year this certificate first above written.

[Signature]  
NOTARY PUBLIC FOR IDAHO  
Residing at: Twin Falls  
Comm. Expires: 1998