

State of Idaho

Office of the Secretary of State

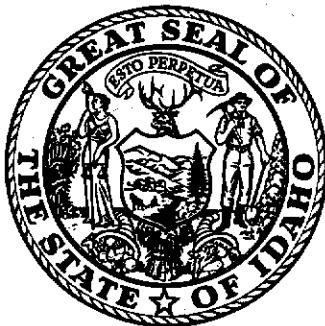
**CERTIFICATE OF AUTHORITY
OF
THE VANGUARD GROUP, INC.**

File Number C 194909

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: June 4, 2012



Ben Yursa

SECRETARY OF STATE

By *Contra*

FILED EFFECTIVE

202



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2012 JUN -4 PM 2:02

SECRETARY OF STATE
STATE OF IDAHO

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

1. The name of the corporation is:

The Vanguard Group, Inc.

2. The name which it shall use in Idaho is: _____

3. It is incorporated under the laws of:
- Pennsylvania

4. Its date of incorporation is:
- September 24, 1974

5. The address of its principal office is:

100 Vanguard Boulevard Malvern, PA 19355

6. The address to which correspondence should be addressed, if different from item 5, is:

7. The street address of its registered office in Idaho is:
- 12550 W. Explorer Drive, Suite 100, Boise, ID 83713

and its registered agent in Idaho at that address is: Corporation Service Company

8. The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
See Exhibit A		

Dated: June 1, 2012

Signature: _____

Typed Name: Michael KimmelCapacity: Assistant Secretary*[The signer must be a director or an officer of the corporation.]*

Customer Acct # : _____

(If using pre-paid account)

Secretary of State use only

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forma\appforcertauthority_profl.pms
Revised 10/2008

IDAHO SECRETARY OF STATE

06/04/2012 05:00

CK: 1016191 CT: 172099 BH: 1326750

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1 @ 20.00 = 20.00 EXPEDITE C # 3

C194909

Idaho Secretary of State
Qualification - June 2012

The Vanguard Group, Inc.
Directors & Officers

Directors

Name	Business Address	Title
Frederick William McNabb III	100 Vanguard Boulevard Malvern, PA 19355	Chairman and Director
Emerson Ulysses Fullwood	100 Vanguard Boulevard Malvern, PA 19355	Director
Rajiv Lochan Gupta	100 Vanguard Boulevard Malvern, PA 19355	Director
Amy Gutmann	100 Vanguard Boulevard Malvern, PA 19355	Director
JoAnn Heffernan Heisen	100 Vanguard Boulevard Malvern, PA 19355	Director
Francis Joseph Loughrey	100 Vanguard Boulevard Malvern, PA 19355	Director
Mark Loughridge	100 Vanguard Boulevard Malvern, PA 19355	Director
Scott Charles Malpass	100 Vanguard Boulevard Malvern, PA 19355	Director
André Francois Perold	100 Vanguard Boulevard Malvern, PA 19355	Director
Alfred Marshall Rankin Jr.	100 Vanguard Boulevard Malvern, PA 19355	Director
Peter Frederick Volanakis	100 Vanguard Boulevard Malvern, PA 19355	Director

Officers

Name	Business Address	Title
Frederick William McNabb III	100 Vanguard Boulevard Malvern, PA 19355	Chief Executive Officer & President
Heidi Stam	100 Vanguard Boulevard Malvern, PA 19355	Managing Director, General Counsel, and Corporate Secretary
Michael Lawrence Kimmel	100 Vanguard Boulevard Malvern, PA 19355	Assistant Secretary

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

JUNE 4, 2012

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

THE VANGUARD GROUP, INC.

is duly incorporated as a Pennsylvania Corporation under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.

I DO FURTHER CERTIFY THAT, This Subsistence Certificate shall not imply that all fees, taxes, and penalties owed to the Commonwealth of Pennsylvania are paid.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

A handwritten signature in cursive script, appearing to read "Carol Anishkin".

Secretary of the Commonwealth

Certification Number: 10358036-1

Verify this certificate online at <http://www.corporations.state.pa.us/corp/soskb/verify.asp>