

# State of Idaho

Office of the Secretary of State

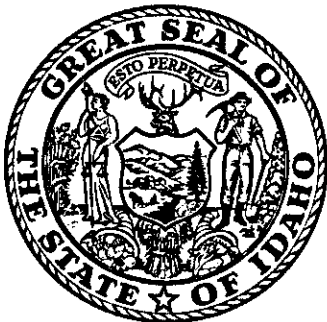
**CERTIFICATE OF AUTHORITY  
OF  
SUNRISE COFFEE CO., INC.**

File Number C 168387

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: August 11, 2006



*Ben Yursa*

SECRETARY OF STATE

By

*Sally Lloyd*



# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

FILED EFFECTIVE

2006 AUG 11 AM 9:05

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:

Sunrise Coffee Co., Inc.

2. The name which it shall use in Idaho is:
- Sunrise Coffee Co., Inc.

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

4. Its date of incorporation is:
- May 13, 2005

5. The address of its principal office is:

810 S. Main St, Unit 10, Hailey, ID 83333

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

P.O. Box 4030, Hailey, ID 83333

7. The street address of its registered office in Idaho is:
- 810 S. Main St., Unit 10, Hailey, ID 83333

and its registered agent in Idaho at that address is: Martin J. Matthews

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

Name	Office	Address
<u>Martin J. Matthews</u>	<u>President &amp; CEO</u>	<u>810 S. Main St., Unit 10, Hailey, ID 83333</u>
<u>David Pratt</u>	<u>Treasurer</u>	<u>31 Beaco Bay, Newport Beach, CA 92660</u>
<u>Debbie Johnson</u>	<u>Secretary</u>	<u>810 S. Main St., Unit 10, Hailey, ID 83333</u>
<u>Edward Carnegie</u>	<u>Director</u>	<u>824 Inverness, Rancho Mirage, CA 92270</u>
_____	_____	_____
_____	_____	_____

Dated: 8/9/2006

Signature: \_\_\_\_\_

Typed Name: Martin J. MatthewsCapacity: President & CEO*[The signer must be a director or an officer of the corporation.]*

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

g:\compliance\corp  
forms\applicants\authority\_profit.pmd  
Revised 08/2005

IDAHO SECRETARY OF STATE  
 08/11/2006 05:00  
 CK: 1506 CT: 203311 BH: 969636  
 1 @ 100.00 = 100.00 AUTH PRO # 2

Web Form

C168387

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SUNRISE COFFEE CO., INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF AUGUST, A.D. 2006.



3969883 8300

060700433

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4950199

DATE: 08-03-06