

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
GOLDLEAF TECHNOLOGIES, INC.**

File Number C 146488

I PETE T. CENARRUSA, 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: 3 December 2002



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

202



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

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STATE OF IDAHO

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

- The name of the corporation is:
Goldleaf Technologies, Inc.
- The name which it shall use in Idaho is: Goldleaf Technologies, Inc.
- It is incorporated under the laws of: Delaware
- Its date of incorporation is: December 6, 2000
- The address of its principal office is:
214 Overlook Court #120, Brentwood, TN 37027
- The address to which correspondence should be addressed, if different from item 5, is:
1423 Tyrell Lane, Boise, Idaho 83706
- The street address of its registered office in Idaho is: 1423 Tyrell Lane, Boise, Idaho 83706
and its registered agent in Idaho at that address is: National Registered Agents, Inc.
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>Paul McCulloch</u>	<u>President</u>	<u>214 Overlook Court #120, Brentwood, TN 37027</u>
<u>Lori Walker-Long</u>	<u>Secretary</u>	<u>214 Overlook Court #120, Brentwood, TN 37027</u>
<u>Carl Brasser</u>	<u>Chairman</u>	<u>214 Overlook Court #120, Brentwood, TN 37027</u>
<u>Flake Oakley</u>	<u>Director</u>	<u>One Commerce Street, Fourth Floor, Montgomery, AL 36104</u>
<u>Paul McCulloch</u>	<u>Director</u>	<u>214 Overlook Court #120, Brentwood, TN 37027</u>
<u>Sarah Moore</u>	<u>Director</u>	<u>One Commerce Street, Fourth Floor, Montgomery, AL 36104</u>

Dated: October 31, 2002

Signature: Paul McCulloch

Typed Name: Paul McCulloch

Capacity: President

Customer Acct # :

(If using pre-paid account)

Secretary of State use only

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Revised 07/2002

Web Form

IDAHO SECRETARY OF STATE
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Received Time Dec. 2. 3:43PM

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GOLDLEAF TECHNOLOGIES, 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 SECOND DAY OF DECEMBER, A.D. 2002.

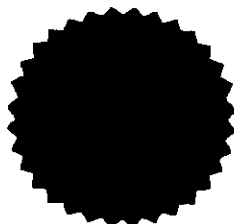
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GOLDLEAF TECHNOLOGIES, INC." WAS INCORPORATED ON THE SIXTH DAY OF DECEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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*Harriet Smith Windsor*Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 2117256

DATE: 12-02-02

Received Time Dec. 2. 3:43PM