

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 *Kim Hunter*

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APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

02 DEC -3 PM 1:27

STATE OF IDAHO

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

1. The name of the corporation is:

Goldleaf Technologies, Inc.

2. The name which it shall use in Idaho is: Goldleaf Technologies, Inc.

3. It is incorporated under the laws of: Delaware

4. Its date of incorporation is: December 6, 2000

5. The address of its principal office is:

214 Overlook Court #120, Brentwood, TN 37027

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

1423 Tyrell Lane, Boise, Idaho 83706

7. 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.

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

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

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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Revised07/22/2002

Web Form:

IDaho SECRETARY OF STATE
12/03/2002 05:00
CK: 24875 CT: 19577 BH: 649198
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C 146488

Delaware

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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.

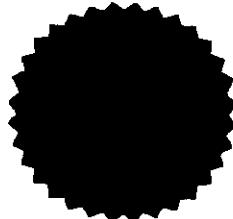
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "GOLDLEAF TECHNOLOGIES, INC." WAS INCORPORATED ON THE SIXTH DAY OF DECEMBER, A.D. 2000.

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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020736214



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 2117256

DATE: 12-02-02