

# State of Idaho

## Department of State

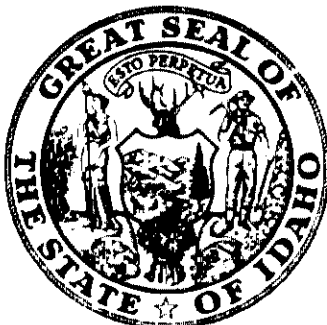
CERTIFICATE OF AUTHORITY  
OF  
WESTERN AMERICAN EXCHANGE CORPORATION

File Number C 123698

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: April 24, 1998



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Natalie Lamb*

# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho

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

1. The name of the corporation is Western American Exchange Corporation
2. The name which it shall use in Idaho is \_\_\_\_\_
3. It is incorporated under the laws of California
4. Its date of incorporation is 11/01/88
5. The address of its principal office is 17911 Von Karman Avenue, Suite 300, Irvine, California 92614
6. The address to which correspondence should be addressed, if different than item 5, is \_\_\_\_\_
7. The street address of its registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701, and its registered agent in Idaho at that address is C T Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
See attached list of directors and officers		

Dated: 4/20/98

Western American Exchange Corporation

(Corporation name)

By

M'Liss Jones Kane

Its

Secretary

(specify capacity of signer)

Customer Acct #: IDAHU SECRETARY OF STATE

(If using pre-printed form, use date of filing)  
04/24/1998 10:32 AM  
CT Corporation System, Inc. 104352

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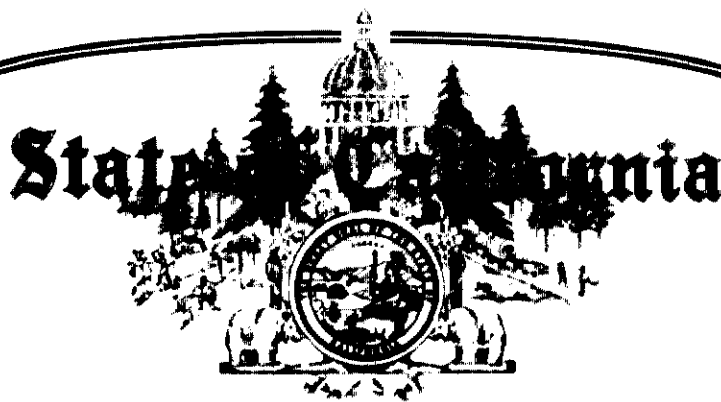
**WESTERN AMERICAN EXCHANGE CORPORATION**  
(a California corporation)

**BOARD OF DIRECTORS**

<u>Name</u>	<u>Address</u>
William P. Foley, II	3916 State Street, Suite 300 Santa Barbara, California 93105
Frank P. Willey	3916 State Street, Suite 300 Santa Barbara, California 93105
Carl A. Strunk	3916 State Street, Suite 300 Santa Barbara, California 93105
Allen D. Meadows	3916 State Street, Suite 300 Santa Barbara, California 93105

**OFFICERS**

<u>Name</u>	<u>Title</u>	<u>Address</u>
William P. Foley, II	Chairman of the Board Chief Executive Officer	3916 State Street, Suite 300 Santa Barbara, California 93105
Radah Butler	President	3916 State Street, Suite 300 Santa Barbara, California 93105
Frank P. Willey	Vice President	3916 State Street, Suite 300 Santa Barbara, California 93105
Andrew F. Puzder	Vice President General Counsel Assistant Secretary	3916 State Street, Suite 300 Santa Barbara, California 93105
Patrick F. Stone	Vice President	3916 State Street, Suite 300 Santa Barbara, California 93105
Carl A. Strunk	Vice President	3916 State Street, Suite 300 Santa Barbara, California 93105
Allen D. Meadows	Chief Financial Officer Treasurer	3916 State Street, Suite 300 Santa Barbara, California 93105
M'Liss Jones Kane	Vice President Secretary	3916 State Street, Suite 300 Santa Barbara, California 93105



## SECRETARY OF STATE

### CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify

That on the 1ST day of NOVEMBER, 19 88

WESTERN AMERICAN EXCHANGE CORPORATION

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

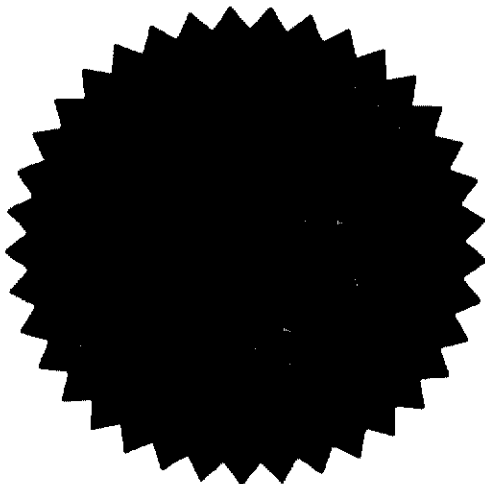
That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this  
certificate and affix the Great Seal of  
the State of California this day of

22ND OF APRIL, 1998



*Bill Jones*

Secretary of State