

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

MCC II, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of MCC II, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to MCC II, INC. to transact business in this State under the name MCC II, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: April 20, 1992



Pete T. Cenarrusa

SECRETARY OF STATE

By *Jamie Chadwick*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

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1. The name of the corporation is MCC II, Inc.

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

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of NEVADA

4. The date of its incorporation is 4-4-90 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is One East First St., Reno, Nevada 89501

6. The address to which correspondence should be addressed, if different from that in item 5. 3333 Lee Parkway, Dallas, Texas 75219

7. The street address of its proposed registered office in Idaho is 300 North 6th Street
Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT CORPORATION SYSTEM

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
To engage in any lawful act or activity.

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

Name	Office	Address
SEE ATTACHED		

(continued on reverse)

MCC II, INC.

DIRECTORS:

O. G. Dagnan
3333 Lee Parkway
Dallas, Texas 75219

Laurence E. Hirsch
3333 Lee Parkway
Dallas, Texas 75219

OFFICERS:

Chairman of the Board

O. G. Dagnan
3333 Lee Parkway
Dallas, Texas 75219

President

Allan J. Steagall
5 Sand Creek Road
Laramie, Wyoming 82070

Executive Vice President

Richard D. Jones
3333 Lee Parkway
Dallas, Texas 75219

Senior Vice President

Arthur R. Zunker, Jr.
3333 Lee Parkway
Dallas, Texas 75219

**Vice President, General Counsel
and Secretary**

John G. Jones
3333 Lee Parkway
Dallas, Texas 75219

Vice President and Treasurer

Jerry L. Morgan
3333 Lee Parkway
Dallas, Texas 75219

Assistant Vice President

Richard C. Harvey
3333 Lee Parkway
Dallas, Texas 75219

STATE OF NEVADA
SECRETARY OF STATE

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SEC. OF STATE

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CERTIFICATE OF CORPORATE STATUS

I, CHERYL A. LAU, the duly elected, qualified and acting Secretary of State of the State of Nevada, do hereby certify that I am, by the laws of said State, the custodian of the records relating to corporations organized under the laws thereof; the revocation of their corporate charters, and their right to transact and carry on their corporate business; and am the proper officer to execute this certificate.

I further certify that, at the date of this certificate,

MCC II, INC.

is a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, having fully complied therewith; is entitled to exercise therein all the corporate powers and functions recited in its charter or articles of incorporation, and is in good standing in this State.

IN WITNESS WHEREOF, I have hereunto set my hand

and affixed the Great Seal of the State at my office in
Carson City, Nevada, this 7th day of
April, A.D., 19 92


Secretary of State

By 
Deputy



