

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
ATC PAYROLL LLC**

File Number W 109380

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: December 23, 2011



Ben Yursa

SECRETARY OF STATE

By

Rona Gusterson



APPLICATION FOR CERTIFICATE OF AUTHORITY FOR FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

11 DEC 23 PM 3:22

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

ATC Payroll LLC

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

3. The jurisdiction under whose laws the limited liability company is formed is: Delaware

4. The name and complete street address of the registered agent in Idaho is:

C T Corporation System

1111 West Jefferson, Suite 530, Boise, Idaho 83702

5. The street and mailing address of the limited liability company's principal office is:

116 Huntington Avenue, 11th floor, Boston, MA 02116

Street Address

Mailing Address, if different

6. The street and mailing address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

1209 Orange Street , Wilmington, DE 19801-0000

Street Address

Mailing Address, if different

7. The name and mailing address of at least one member or manager:

ATC Tower Services, Inc.

116 Huntington Avenue, Boston, MA 02116

8. The mailing address for future correspondence:

116 Huntington Avenue, 11th floor, Boston, MA 02116

9. Signature of a manager, member or authorized person

Signature

Michael John McCormack

Typed Name

Secretary of State use only

W109380
IDAHO SECRETARY OF STATE
12/23/2011 05:00
CK: 38495883 CT: 3590 BH: 1303186
1 @ 100.00 = 100.00 REGFORLLC # 2

cert_auth_foreign_LLC Rev. 07/2010

IDAHO SECRETARY OF STATE
12/23/2011 05:00
CK: 38495883 CT: 3590 BH: 1303187
1 @ 20.00 = 20.00 EXPEDITE C # 2

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ATC PAYROLL LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST DAY OF DECEMBER, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

5014881 8300

111321860

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9246698

DATE: 12-21-11