

# State of Idaho

Office of the Secretary of State

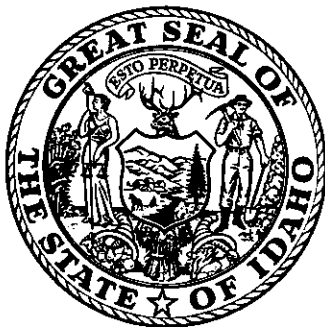
**CERTIFICATE OF AUTHORITY  
OF  
MATRIX RESOURCES, INC.**

File Number C 196928

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 24, 2012



*Ben Yursa*

SECRETARY OF STATE

By

*Rinda Corbus*



# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

**FILED EFFECTIVE**

2012 DEC 24 AM 10:02

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

 SECRETARY OF STATE  
STATE OF IDAHO

- The name of the corporation is:  
MATRIX Resources, Inc.
- The name which it shall use in Idaho is: MATRIX Resources, Inc.
- It is incorporated under the laws of: Georgia
- Its date of incorporation is: 12/29/1982
- The address of its principal office is:  
1000 Abernathy Road, Suite 500, Atlanta, Georgia
- The address to which correspondence should be addressed, if different from item 5, is:  
Same
- The street address of its registered office in Idaho is: CT Corporation System  
1111 W. Jefferson Street, Ste 530  
and its registered agent in Idaho at that address is: Boise, Idaho 83702
- The names and respective business addresses of its directors and officers are:

| Name               | Title     | Business Address                            |
|--------------------|-----------|---|
| John Scarbrough    | COB       | 1000 Abernathy Rd, # 500, Atlanta, Ga 30328 |
| William Gower      | President | 1000 Abernathy Rd., #500, Atlanta, Ga 30328 |
| Lambert Scarbrough | Secretary | 1000 Abernathy Rd, #500, Atlanta, Ga 30328  |
| Robert Stovall     | CFO       | 1000 Abernathy Rd, #500, Atlanta, Ga 30328  |
|                    |           |   |
|                    |           |   |

 Dated: 11/30/2012

 Signature: [Signature]

 Typed Name: Robert Stovall

 Capacity: Chief Financial Officer

[The signer must be a director or an officer of the corporation.]

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

 g:\corpforms\corp  
forms\appforauthority\_profit.pmd  
Revised 06/2005

 IDAHO SECRETARY OF STATE  
12/24/2012 05:00  
CK: 46979 CT: 277532 BH: 1352774  
1 @ 100.00 = 100.00 AUTH PRO # 2

# STATE OF GEORGIA

## Secretary of State

Corporations Division  
313 West Tower  
2 Martin Luther King, Jr. Drive  
Atlanta, Georgia 30334-1530

## CERTIFICATE OF EXISTENCE

I, Brian P. Kemp, Secretary of State and the Corporations Commissioner of the state of Georgia, hereby certify under the seal of my office that

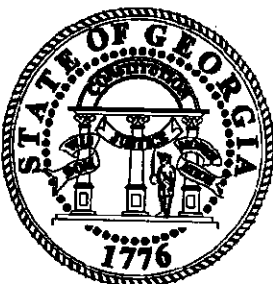
### MATRIX RESOURCES, INC.

#### Domestic Profit Corporation

was formed or was authorized to transact business on 12/29/1982 in Georgia. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



WITNESS my hand and official seal of the City of Atlanta and the State of Georgia on 18th day of December, 2012

*B. P. Kemp*

Brian P. Kemp  
Secretary of State