

State of Idaho

Department of State

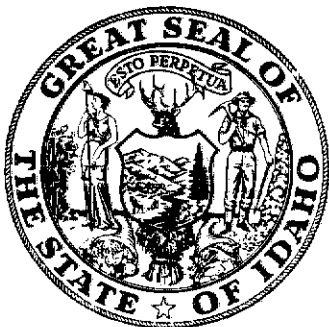
CERTIFICATE OF AUTHORITY
OF
INVESCO SERVICES, INC.

File Number C 125206

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: August 12, 1998



Pete T. Cenarrusa
SECRETARY OF STATE

By *Collen & Jones*

APPLICATION FOR CERTIFICATE OF AUTHORITY **FILED** fit)

(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:

98 AUG 12 AM 8:58
SECRETARY OF STATE
STATE OF IDAHO

- The name of the corporation is INVESCO SERVICES, INC.
- The name which it shall use in Idaho is INVESCO SERVICES, INC.
- It is incorporated under the laws of GEORGIA
- Its date of incorporation is AUGUST 27, 1981
- The address of its principal office is 1315 PEACHTREE ST., N.E., SUITE 500
ATLANTA, GA 30309
- The address to which correspondence should be addressed, if different from item 5, is _____
- The street address of its registered office in Idaho is 300 NORTH 6th ST., BOISE, IDAHO 83702
_____, and its registered agent in Idaho at that address is CT CORPORATION SYSTEM
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>LUIS A. AGUILAR</u>	<u>DIRECTOR & EVP</u>	<u>1315 PEACHTREE ST., ATLANTA, GA 30309</u>
<u>HUBERT L. HARRIS, JR.</u>	<u>DIRECTOR</u>	<u>1315 PEACHTREE ST., ATLANTA, GA 30309</u>
<u>DEBORAH A. LAMB</u>	<u>DIRECTOR; PRES.</u>	<u>1315 PEACHTREE ST., ATLANTA, GA 30309</u>
<u>MARK F. MOOTS</u>	<u>TREASURER; CFO</u>	<u>1315 PEACHTREE ST., ATLANTA, GA 30309</u>
<u>ELIZABETH B. PRICE</u>	<u>SECRETARY; VP</u>	<u>1315 PEACHTREE ST., ATLANTA, GA 30309</u>

Dated: AUGUST 5, 1998

INVESCO SERVICES, INC.
(Corporation name)

By *[Signature]*
DEBORAH A. LAMB

Its DIRECTOR & PRESIDENT
(specify capacity of signer)

Customer Acct # : _____
(if using pre-paid account)

Revised 7/87
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IDAHO SECRETARY OF STATE
Secretary of State Use Only

08/12/1998 09:00
CK: 101060631 CT: 69776 BN: 136000

1 @ 100.00 = 100.00 AUTH PRO

C125206

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 982160848
CONTROL NUMBER : 8603127
DATE INC/AUTH/FILED: 08/27/1981
JURISDICTION : GEORGIA
PRINT DATE : 08/04/1998
FORM NUMBER : 211

C T CORPORATION SYSTEM
ATTN: JOAN BOLDEN
1201 PEACHTREE ST NE STE 1240
ATLANTA, GA 30361

98 AUG 12 AM 8:58
SECRETARY OF STATE
STATE OF IDAHO

CERTIFICATE OF EXISTENCE

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

INVESCO SERVICES, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. 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.



Lewis A. Massey

Lewis A. Massey
Secretary of State