

State of Idaho

Office of the Secretary of State

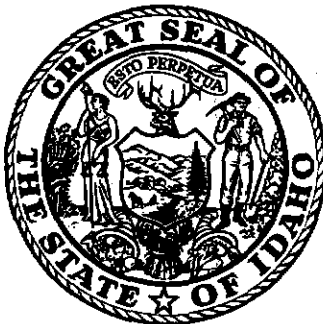
**CERTIFICATE OF AUTHORITY
OF
EXIT REALTY CORP. USA**

File Number C 192398

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: September 23, 2011



Ben Yursa

SECRETARY OF STATE

By

Sheryl Dabner

FILED EFFECTIVE



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

11 SEP 23 AM 8:52

SECRETARY OF STATE
STATE OF IDAHO

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

1. The name of the corporation is:

EXIT REALTY CORP. USA

2. The name which it shall use in Idaho is:
- EXIT REALTY CORP. USA

3. It is incorporated under the laws of:
- Massachusetts

4. Its date of incorporation is:
- 02/15/2002

5. The address of its principal office is:

400 TradeCenter, Suite 5900, Woburn, MA 01801-7471

6. The address to which correspondence should be addressed, if different from item 5, is:

The Schroeder Group, S.C., c/o Attorney John Yentz, 20800 Swenson Drive, Suite 475, Waukesha, WI 53186

7. The street address of its registered office in Idaho is:
- 1111 W Jefferson Ste 530, Boise, ID 83702

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	Title	Business Address
<u>Steve Morris</u>	<u>Director</u>	<u>2345 Argentina Rd, Mississauga ON CAN L5N 8K4</u>
<u>Steve Morris</u>	<u>President</u>	<u>2345 Argentina Rd, Mississauga ON CAN L5N 8K4</u>
<u>Erika Gileo</u>	<u>Vice President</u>	<u>2354 Argentin Rd., Mississauga ON CAN L5N 8K4</u>
<u>Tami Bonnell</u>	<u>Secretary & Treasurer</u>	<u>400 TradeCenter, Ste 5900, Woburn, MA 01801</u>
_____	_____	_____
_____	_____	_____

Dated: 09/15/11Signature: Erika GileoTyped Name: Erika GileoCapacity: Vice President*[The signer must be a director or an officer of the corporation.]*

Customer Acct # :

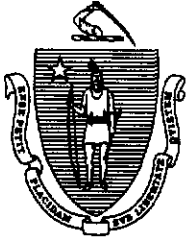
(If using pre-paid account)

Secretary of State use only

g:\corp\forms\corp
forms\appforauthority_profl.pmd
Revised 06/2005IDAHO SECRETARY OF STATE
09/23/2011 05:00
CK: 1871 CT: 262717 BH: 1291652
1 @ 100.00 = 100.00 AUTH PRO # 2

Web Form

C192398



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

Date: September 20, 2011

To Whom It May Concern :

I hereby certify that according to the records of this office,

EXIT REALTY CORP. USA

is a domestic corporation organized on **February 15, 2002** , under the General Laws of the Commonwealth of Massachusetts. I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

Certificate Number: 11094489390

Verify this Certificate at: <http://corp.sec.state.ma.us/corp/Certificates/Verify.asp>

Processed by: nmc