

State of Idaho

Office of the Secretary of State

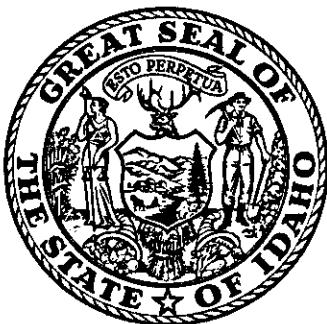
**CERTIFICATE OF AUTHORITY
OF
CHEX NEWCO CORPORATION**

File Number C 179776

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: August 19, 2008



Ben Yursa

SECRETARY OF STATE

By

Linda M. O'Quinn



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

08 AUG 19 AM 11:29

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:

Chex Newco Corporation

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

3. It is incorporated under the laws of: Minnesota

4. Its date of incorporation is: 07/03/2008

5. The address of its principal office is:

601 Riverside Avenue, Jacksonville, FL 32204

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

7. The street address of its registered office in Idaho is: 1111 West Jefferson, Suite 530, Boise, Idaho 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: **SEE ATTACHMENT**

Name	Office Held	Business Address
<u>John Poole</u>	<u>President</u>	<u>4900 N Scottsdale Rd, Ste 1000 Scottsdale AZ 852</u>
<u>Michael E. Sax</u>	<u>Senior Vice President</u>	<u>601 Riverside Ave Jacksonville FL 32204</u>
<u>Michael E. Sax</u>	<u>Treasurer</u>	<u>6011 Riverside Ave Jacksonville FL 32204</u>
<u>Steven G. Fishbach</u>	<u>VP / Asst Secretary</u>	<u>4900 N Scottsdale Rd, Ste 1000 Scottsdale AZ 825</u>
<u>Juliet A. Lim</u>	<u>VP / Secretary</u>	<u>4900 N scottsdale Rd Ste 1000 Scottsdale AZ 8252</u>
<u>Paul P. Bjerke</u>	<u>Vice President</u>	<u>7805 Hudson Rd Ste 100 Woodbury MN 55125</u>

Dated: July 29, 2008

Signature: Juliet A. Lim

Typed Name: Juliet A. Lim

Capacity: Vice President and Secretary
[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:\corporatecorp
form\app\corporatecorp_auth_cert.pdf
Revised 08/2005

IDAHO SECRETARY OF STATE
08/19/2008 05:00
CK: 14486 CT: 20168 BH: 1132228
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C179776

**Attachment to Idaho
Officers & Directors**

- | | | |
|---|--|--|
| 1 | Full Name:
Officer/Director:
Officer's Title:
Business Address:
City:
State:
ZIP Code: | Greg Fioriti
Officer
Vice President
4900 N Scottsdale Rd, Ste 1000
Scottsdale
AZ
85251 |
| 2 | Full Name:
Officer/Director:
Officer's Title:
Business Address:
City:
State:
ZIP Code: | Barbara S. McDonald
Officer
Vice President
7805 Hudson Rd, Ste 100
Woodbury
MN
55125 |
| 3 | Full Name:
Officer/Director:
Officer's Title:
Business Address:
City:
State:
ZIP Code: | Martin R. Romain
Officer
Vice President
7805 Hudson Rd, Ste 100
Woodbury
MN
55125 |
| 4 | Full Name:
Officer/Director:
Officer's Title:
Business Address:
City:
State:
ZIP Code: | John C. Woods, Jr.
Officer
Vice President
4900 N Scottsdale Rd, Ste 1000
Scottsdale
AZ
85251 |

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

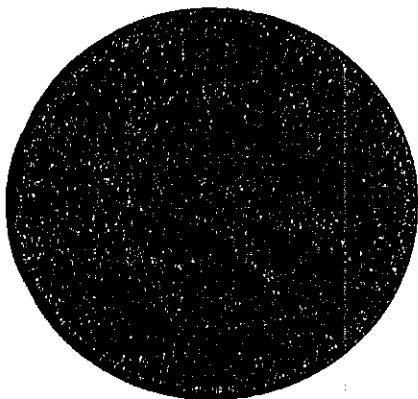
I, Mark Ritchie, Secretary of State of Minnesota, do certify that: The corporation listed below is a corporation formed under the laws of Minnesota; that the corporation was formed by the filing of Articles of Incorporation with the Office of the Secretary of State on the date listed below; that the corporation is governed by the chapter of Minnesota Statutes listed below; and that this corporation is authorized to do business as a corporation at the time this certificate is issued.

Name: CHEX NEWCO CORPORATION

Date Formed: 07/03/2008

Chapter Governed By: 302A

This certificate has been issued on 08/18/08.



Mark Ritchie
Secretary of State.