

State of Idaho

Office of the Secretary of State

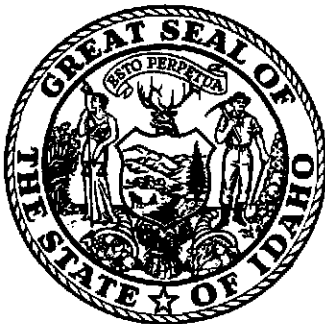
**CERTIFICATE OF AUTHORITY
OF
SECOND STEP ASSET MANAGEMENT COMPANY**

File Number C 202614

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: June 30, 2014



Ben Yursa
SECRETARY OF STATE

By *Anthony*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2014 JUN 30 PM 4:18

SECRETARY OF STATE
STATE OF IDAHO

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

- The name of the corporation is:
Second Step Asset Management Company
- The name which it shall use in Idaho is: Second Step Asset Management Company
- It is incorporated under the laws of: Maryland
- Its date of incorporation is: July 30, 1991
- The address of its principal office is:
10 Light Street, Baltimore, Maryland 21202
- The address to which correspondence should be addressed, if different from item 5, is:
333 So. Hope St.; 14th Fl.; Los Angeles, CA 90071 (attn: Eric Forsberg)
- The street address of its registered office in Idaho is: 12550 W Explorer Dr. Ste 100 Boise, ID 83712
and its registered agent in Idaho at that address is: Corporation Service Company
- The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>Howard Epstein</u>	<u>Director</u>	<u>201 E. Washington St.; 24th Fl. Phoenix, AZ</u>
<u>Robert Benson</u>	<u>Asst. Secretary</u>	<u>333 S. Hope St. 14th Fl. Los Angeles, CA</u>
<u>Eric Forsberg</u>	<u>Senior Vice President</u>	<u>333 S. Hope St. 14th Fl. Los Angeles, CA</u>
<u>Joe Fuszard</u>	<u>Senior Vice President</u>	<u>5 Park Plaza, #1250; Irvine, CA 92614</u>
<u>Adrienne Barr</u>	<u>Treasurer</u>	<u>100 South Charles St. 3rd Fl.; Baltimore, MD</u>
<u>Tyler Hilsabeck</u>	<u>Vice President</u>	<u>135 S. LaSalle St., 6th Fl. Chicago, Ill</u>

Dated: June 27, 2014

Signature: [Signature]

Typed Name: Eric Forsberg

Capacity: Senior 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

IDAHO SECRETARY OF STATE

06/30/2014 05:00

CK: PREPAID CT: 2105 BH: 1431392

10 100.00 = 100.00 AUTH PRO #2

10 20.00 = 20.00 EXPEDITE C #3

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form\app\prize\authority_prof1.pmd
Revised 08/2005

Web Form

C 202614

STATE OF MARYLAND
Department of Assessments and Taxation

I, PAUL B. ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR THE RIGHTS OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT SECOND STEP ASSET MANAGEMENT COMPANY, INCORPORATED JULY 30, 1991, IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS JUNE 02, 2014.



Paul B. Anderson
Charter Division



301 West Preston Street, Baltimore, Maryland 21201
Telephone Balto. Metro (410) 767-1340 / Outside Balto. Metro (888) 246-5941
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice
Fax (410) 333-7097