

# State of Idaho

Office of the Secretary of State

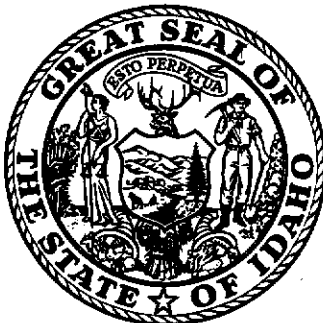
**CERTIFICATE OF AUTHORITY  
OF  
COVERDELL & COMPANY, INC.**

File Number C 194630

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: May 8, 2012



*Ben Yursa*

SECRETARY OF STATE

By *Conthia*

FILED EFFECTIVE



# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

12 MAY -8 AM 8:56  
SECRETARY OF STATE  
OFFICE OF ID-PRO

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

- The name of the corporation is:  
Coverdell & Company, Inc.
- The name which it shall use in Idaho is: Coverdell & Company, Inc
- It is incorporated under the laws of: Georgia
- Its date of incorporation is: 12/28/1984
- The address of its principal office is:  
1200 Abernathy Road, Suite 1700, Atlanta, GA 30328
- The address to which correspondence should be addressed, if different from item 5, is:  
8770 W. Bryn Mawr, Suite 1000, Chicago, IL 60631
- The street address of its registered office in Idaho is: 1401 Shoreline Dr., Ste 2, Boise, Id 83702  
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	Office	Address
<u>Vincent DiBenedetto</u>	<u>President/CEO</u>	<u>8770 W. Bryn Mawr, Ste 1000, Chicago, IL 60631</u>
<u>Steven Kolker</u>	<u>Vice President/As. Sec.</u>	<u>1200 Abernathy RD, Ste 1700, Atlanta, GA 30328</u>
<u>George W. M. Thomas</u>	<u>Director</u>	<u>20 Glover Ave., Norwalk, CT 06580</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: 05/01/12Signature: [Signature]Typed Name: Vincent DiBenedettoCapacity: President/CEO*[The signer must be a director or an officer of the corporation.]*

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

idcorporatecorp  
formalappforauthority\_profit.pmd  
Revised 08/2005

Web Form

IDAHO SECRETARY OF STATE  
05/08/2012 05:00  
CK: 2013 CT: 245531 BH: 1323301  
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2194630

# 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

#### **COVERDELL & COMPANY, INC.**

##### **Domestic Profit Corporation**

was formed or was authorized to transact business on 12/28/1984 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 1st day of May, 2012

*B. P. Kemp*

Brian P. Kemp  
Secretary of State