

State of Idaho

Office of the Secretary of State

CERTIFICATE OF AUTHORITY

OF

RXELITE, INC.

File Number C 181944

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: February 12, 2009



Ben Ysursa
SECRETARY OF STATE

By _____



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

09 FEB 12 AM 8:37

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:

RxElite, Inc.

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

3. It is incorporated under the laws of: Delaware

4. Its date of incorporation is: 08/24/2005

5. The address of its principal office is:

776 E. Riverside Drive, Suite 150 Eagle, ID 83616

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: 776 E. Riverside Dr., Ste. 150 Eagle, ID 83616

and its registered agent in Idaho at that address is: Earl Sullivan, CEO

8. The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>Earl Sullivan</u>	<u>Chairman, CEO</u>	<u>776 E. Riverside Dr., Ste. 150 Eagle, ID 83616</u>
<u>Shannon Stith</u>	<u>VP of Finance/Secretary</u>	<u>776 E. Riverside Dr., Ste. 150 Eagle, ID 83616</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: 02/11/2009

Signature: _____

Shannon M. Stith

Typed Name: Shannon M. Stith

Capacity: VP of Finance/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

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forms\app\corporate\authority_profit.pmd
Revised 06/2005

IDAHO SECRETARY OF STATE
02/12/2009 05:00
CK: 18823 CT: 186192 BH: 1156728
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Web Form

C181944

FILED EFFECTIVE

Delaware

PAGE 1

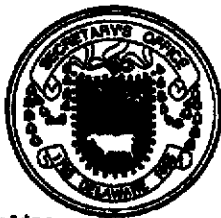
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "RXELITE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF JANUARY, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "RXELITE, INC." WAS INCORPORATED ON THE SIXTEENTH DAY OF NOVEMBER, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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090028351

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7077859

DATE: 01-13-09