

State of Idaho

Office of the Secretary of State

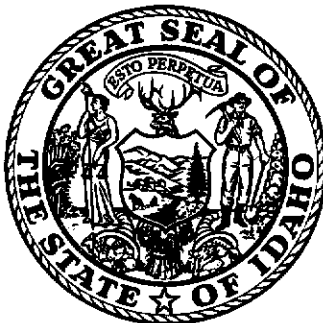
**CERTIFICATE OF AUTHORITY
OF
IQUANTIFIED MANAGEMENT SERVICES, LLC**

File Number W 97822

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 Uniform Limited Liability 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: November 9, 2010



Ben Yursa

SECRETARY OF STATE

By *Christina*

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APPLICATION FOR CERTIFICATE OF AUTHORITY FOR FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

FILED EFFECTIVE

2010 NOV -9 AM 9:43

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

iQuantified Management Services, LLC

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

3. The jurisdiction under whose laws the limited liability company is formed is:
- Colorado

4. The name and complete street address of the registered agent in Idaho is:

Incorp Services, Inc.

921 S. Orchard Street, Suite G, Boise, ID 83705

5. The street and mailing address of the limited liability company's principal office is:

12424 E. Weaver Place, Suite A, Centennial, CO 80111

Street Address

Mailing Address, if different

6. The street and mailing address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

12424 E. Weaver Place, Suite A, Centennial, CO 80111

Street Address

Mailing Address, if different

7. The name and mailing address of at least one member or manager:

David S. Carpenter

12424 E. Weaver Place, Suite A, Centennial, CO 80111

8. The mailing address for future correspondence:

12424 E. Weaver Place, Suite A, Centennial, CO 80111

9. Signature of a manager, member or authorized person.

Signature

David S. Carpenter

Typed Name

Secretary of State use only

 IDAHO SECRETARY OF STATE
 11/09/2010 05:00
 CK: 546250 CT: 172099 BH: 1246439
 1 @ 100.00 = 100.00 REGFORLLC # 2

W97822

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE

I, Bernie Buescher, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

iQuantified Management Services, LLC

is a **Limited Liability Company** formed or registered on 09/17/2010 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 20101518493.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 10/29/2010 that have been posted, and by documents delivered to this office electronically through 11/02/2010 @ 12:16:01.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 11/02/2010 @ 12:16:01 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 7782143.



Bernie Buescher

Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us>, click Business Center and select "Frequently Asked Questions."