

State of Idaho

Office of the Secretary of State

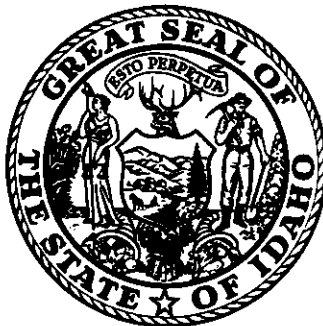
**CERTIFICATE OF AUTHORITY
OF
ADP COBRA SERVICES, INC.**

File Number C 197845

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: March 21, 2013



Ben Yursa
SECRETARY OF STATE

By *John Hains*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2013 MAR 21 PM 1:51

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:
ADP COBRA Services, Inc.
- The name which it shall use in Idaho is: _____
- It is incorporated under the laws of: Georgia
- Its date of incorporation is: 8/14/1992
- The address of its principal office is:
2575 Westside Parkway, Suite 500, Alpharetta, GA 30004
- The address to which correspondence should be addressed, if different from Item 5, is:

- The street address of its registered office in Idaho is: 921 S Orchard Street, Suite G, Boise, Idaho 83705
and its registered agent in Idaho at that address is: C T Corporation System
- The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>Gerard Leonard</u>	<u>Director</u>	<u>2575 Westside Parkway, Suite 500, Alpharetta, GA 30004</u>
<u>Daniel King</u>	<u>CEO, COO, and Secretary</u>	<u>2575 Westside Parkway, Suite 500, Alpharetta, GA 30004</u>
<u>Gary Bryson</u>	<u>Vice President and Treasurer</u>	<u>5800 Windward Parkway, Mailstop A-425, Alpharetta, GA 30005</u>
<u>Njeri W. Nginyo</u>	<u>Director</u>	<u>5800 Windward Parkway, Mailstop A-425, Alpharetta, GA 30005</u>
_____	_____	_____
_____	_____	_____

Dated: 3/18/13

Signature: *Gary J. Bryson*

Typed Name: Gary J. Bryson

Capacity: VP Treasurer
[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\appcorporateauthority_applic.pmd
 Revised 08/2005

Web Form

IDAHO SECRETARY OF STATE
 03/21/2013 05:00
 CK: NONE CT: 278665 BH: 1365754
 1 @ 100.00 = 100.00 AUTH PRO # 2
 1 @ 20.00 = 20.00 EXPEDITE C # 3

C197845

STATE OF GEORGIA

Secretary of State
Corporations Division
313 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER : K216582
DATE INC/AUTH/FILED : 8/14/1992 12:00:00 AM
JURISDICTION : Georgia
PRINT DATE : 3/20/2013 2:32:51 PM

CERTIFICATE OF EXISTENCE

I, Brian P. Kemp, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

ADP COBRA SERVICES, INC.
A Domestic For-Profit Corporation

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. 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.



B. P. Kemp

Brian P. Kemp
Secretary of State

Tracking #: IyIkM4oS