

State of Idaho

Office of the Secretary of State

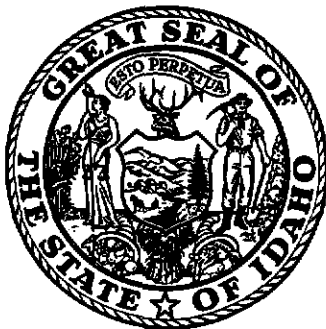
**CERTIFICATE OF AUTHORITY
OF
HIGHLAND CAPITAL CORP.**

File Number C-185209

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: November 18, 2009



Ben Yursa

SECRETARY OF STATE

By

Jinda McQuary

FILED EFFECTIVE

202



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2009 NOV 18 PM 3:36
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:

Highland Capital Corp.

2. The name which it shall use in Idaho is: Highland Capital Corp.

3. It is incorporated under the laws of: New Jersey

4. Its date of incorporation is: 2/20/1998

5. The address of its principal office is:

5 Center Ave., Little Falls, NJ 07424

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: 1423 Tyrell Lane, Boise, Idaho 83706

and its registered agent in Idaho at that address is: National Registered Agents, Inc.

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

Name	Office	Address
<u>see attached</u>		

Dated: 11/12/09

Signature: [Signature]

Typed Name: James Rickenberg

Capacity: CFO

(The signer must be a director or an officer of the corporation.)

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

Application
Form
Revised 06/2005

Web Form

IDAHO SECRETARY OF STATE
11/18/2009 05:00
CK: NONE CT: 221028 DH: 1195949
1 @ 100.00 = 100.00 AUTH PRD # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

C185209



HIGHLAND CAPITAL CORPORATION*

**5 CENTER AVE
LITTLE FALLS, NJ 07424
PHONE 973-837-9750
FAX 973-837-9750**

OFFICER AND DIRECTOR INFORMATION

OFFICERS

**Mary Smith
606 Mountain Rd.
Kinnekon, NJ 07405**

President, Director

**James Rickenberg
23 Lakewood Ave.
Ho-ho-kus, NJ 07423**

Vice President, CFO, Secretary, Treasurer

**Mathew Rough
11 Claire Ann Drive
Warwick, NY 10990**

Vice President, Chief Risk Officer

DIRECTORS

**Gerald H. Lipkin
1455 Valley Rd
Wayne, NJ 07470**

**Robert M. Meyer
1455 Valley Rd
Wayne, NJ 07470**

**STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING**

HIGHLAND CAPITAL CORP.

0100736003

I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Domestic Profit Corporation was registered by this office on February 20, 1998.

As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.

I further certify that the registered agent and registered office are:

**Jim Rickenberg
5 Center Ave
Little Falls, NJ 07424**



Certification# 115766716

**IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed my
Official Seal at Trenton, this
17th day of November, 2009**

A handwritten signature in dark ink, appearing to read "R. David Rousseau".

**R. David Rousseau
State Treasurer**

Verify this certificate at
https://www1.state.nj.us/TYTR_StandingCert/JSP/Verify_Cert.jsp