

State of Idaho

Department of State

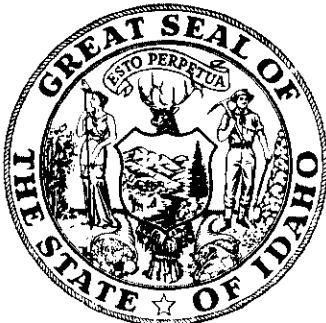
CERTIFICATE OF AUTHORITY OF

MITCHELL & MCCORMICK, INC.
File number C 128183

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority to transact business in this State, duly executed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are 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 attach hereto a duplicate of the Application for such Certificate.

Dated: March 26, 1999



Pete T. Cenarrusa
SECRETARY OF STATE

By *Jonny Harold*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

99 MAR 12 AM 8:46

SECRETARY OF STATE
STATE OF IDAHO

To the Secretary of State of Idaho:

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

- The name of the corporation is MITCHELL & MCCORMICK, INC.
- The name which it shall use in Idaho is SAME
- It is incorporated under the laws of GEORGIA
- Its date of incorporation is 1/1/97
- The address of its principal office is 1835 EAST PARK PLACE BLVD.
SUITE #110, STONE MOUNTAIN,
GEORGIA 30087
- The address to which correspondence should be addressed, if different from Item 5, is _____
- The street address of its registered office in Idaho is 920 MAIN ST., CALDWELL,
IDAHO 83605, and its registered agent in Idaho at that address is SOUTHWEST DISTRICT
HEALTH DEPT.
EUGENE GUNDERSON
- The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>JOHN J. FAHEY, PRES.</u>		<u>SAME AS ABOVE</u>
<u>MARK T. BENNETT, V.P.</u>		<u>" " "</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: 3/10/99MITCHELL & MCCORMICK, INC.
(Corporation name)By [Signature]Its Vice President
(specify capacity of signer)

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE

03/26/1999 09:00
CK: 5945 CT: 113198 BH: 201174

1 @ 100.00 = 100.00	AUTH PRO # 2
1 @ 20.00 = 20.00	CORP SUR # 3
1 @ 20.00 = 20.00	EXPEDITE C # 4

C 128183

Secretary of State

Corporations Division

315 West Tower

2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

DOCKET NUMBER : K90810247
CONTROL NUMBER : K700189
DATE INC/AUTH/FILED: 12/23/1996
JURISDICTION : GEORGIA
PRINT DATE : 03/22/1999
FORM NUMBER : 211

MITCHELL & MCCORMICK, INC.
STE 110
1835 EAST PARK PLACE BOULEVARD
STONE MOUNTAIN GA 30087

CERTIFICATE OF EXISTENCE

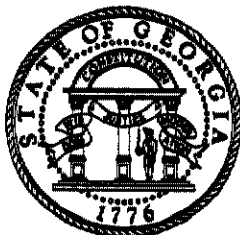
I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**MITCHELL & MCCORMICK, INC.
A DOMESTIC 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.



CATHY COX
SECRETARY OF STATE