

State of Idaho

Office of the Secretary of State

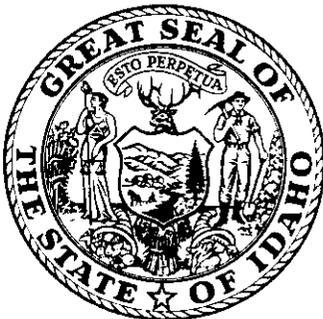
**CERTIFICATE OF AUTHORITY
OF
PROVATION MEDICAL, INC.**

File Number C 153364

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: 1 March 2004



Ben Yursa

SECRETARY OF STATE

By *[Signature]*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

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

1. The name of the corporation is: ProVation Medical, Inc.

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

3. It is incorporated under the laws of: DE.

4. Its date of incorporation is: 5-17-02

5. The address of its principal office is:
800 Washington Ave, Ste 400, Mpls, MN 55401

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: 300 N. 10th St, Boise, ID 83701

and its registered agent in Idaho at that address is: CT Corporation System

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

Name	Office	Address
<u>Mark Wagner</u>	<u>CEO</u>	<u>800 Washington Ave, Ste 400</u>
<u>Scott Poellinger</u>	<u>Secretary</u>	<u>800 Washington Ave, Ste 400</u>
<u>Arvind Subramanian</u>	<u>VP</u>	<u>800 Washington Ave, Ste 400</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: _____

Signature: Scott Poellinger

Typed Name: Scott Poellinger

Capacity: Secretary

Customer Acct # : _____
(if using pre-paid account)

Secretary of State use only

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Revised 07/2002

IDAHO SECRETARY OF STATE
03/01/2004 05:00
CK: 14815 CT: 176958 BH: 730014
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 CORP SUR # 3

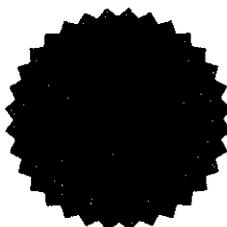
C153364

Delaware

The First State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PROVATION MEDICAL, 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 NINETEENTH DAY OF FEBRUARY, A.D. 2004.



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2938860

DATE: 02-19-04