

State of Idaho

Office of the Secretary of State

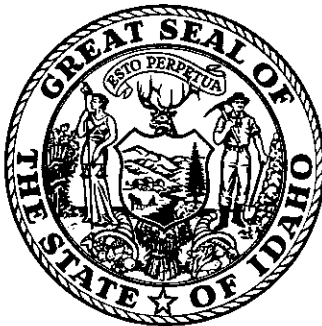
**CERTIFICATE OF AUTHORITY
OF
SOLUTIONARY, INC.**

File Number C 197172

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: January 17, 2013



Ben Yursa
SECRETARY OF STATE

By *Ben Yursa*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2013 JAN 17 AM 9:44

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:

Solutionary, Inc.

2. The name which it shall use in Idaho is: Solutionary, Inc.

3. It is incorporated under the laws of: Delaware

4. Its date of incorporation is: 01/31/2011

5. The address of its principal office is:

9420 Underwood Ave Omaha NE 68114

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: 12550 W. Explorer Dr Suite 100
Boise ID 83713
and its registered agent in Idaho at that address is: Corporation Service Company

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

Name	Title	Business Address
<u>see attached</u>		

Dated: 1/15/13

Signature: *Matthew R. McKain*

Typed Name: Matthew R. McKain

Capacity: CFO/Secretary/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\app\certid\authority_profit.prd
Revised 10/2005

IDAHO SECRETARY OF STATE
01/17/2013 05:00
CK: 1256987 CT: 172899 BH: 1356283
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C197172

Solutionary, Inc.**Item 8**

James Malackowski	Director	20 North Wacker Dr Chicago IL USA 60606
Carol Kelley	Director	7262 Mercy Rd Omaha NE USA 68124
Steve Chang	Director	233 Wilshire Blvd Suite 800 Santa Monica CA USA 90401
Prashant Mehrotra	Director	233 Wilshire Blvd Suite 800 Santa Monica CA USA 90401
Steven Shlensky	Director	190 South Lasalle Street Suite 1620 Chicago IL USA 60603
Steven A. Idelman	Chairman/CEO /Director	9420 Underwood Ave Omaha NE USA 68114
Sheri B. Idelman	COO/Director	9420 Underwood Ave Omaha NE USA 68114
Michael Hrabik	President/CTO	9420 Underwood Ave Omaha NE USA 68114
Matthew R. McKain	CFO / Secretary / Treasurer	9420 Underwood Ave Omaha NE USA 68114
Christopher Rehberg	EVP Operations	9420 Underwood Ave Omaha NE USA 68114

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT "SOLUTIONARY, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

THE FOLLOWING DOCUMENTS HAVE BEEN FILED:

CERTIFICATE OF INCORPORATION, FILED THE THIRTY-FIRST DAY OF JANUARY, A.D. 2011, AT 12:57 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, FILED THE TENTH DAY OF NOVEMBER, A.D. 2011, AT 2:25 O'CLOCK P.M.

CERTIFICATE OF DESIGNATION, FILED THE TENTH DAY OF NOVEMBER, A.D. 2011, AT 2:31 O'CLOCK P.M.

CERTIFICATE OF DESIGNATION, FILED THE TENTH DAY OF NOVEMBER, A.D. 2011, AT 2:32 O'CLOCK P.M.

CERTIFICATE OF OWNERSHIP, CHANGING ITS NAME FROM "SOLUTIONARY NEWCO, INC." TO "SOLUTIONARY, INC.", FILED THE FIFTEENTH DAY OF NOVEMBER, A.D. 2011, AT 12:15 O'CLOCK P.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE TWENTY-FOURTH DAY OF AUGUST, A.D. 2012, AT 11:30 O'CLOCK A.M.

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0016574

DATE: 11-28-12

Delaware

PAGE 2

The First State

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID
CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE
AFORESAID CORPORATION, "SOLUTIONARY, INC.".

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES
HAVE BEEN PAID TO DATE.


AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE
BEEN FILED TO DATE.

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You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0016574

DATE: 11-28-12