

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

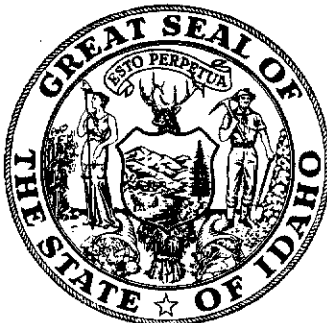
KENNEDY FINANCIAL SERVICES, INC.

File number C 116665

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify, that duplicate originals of an Application of KENNEDY FINANCIAL SERVICES, INC. for a Certificate of Authority to transact business in this State, duly signed and verified 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 KENNEDY FINANCIAL SERVICES, INC. to transact business in this State under the name KENNEDY FINANCIAL SERVICES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: October 4, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Scot Smock*

OCT 4 8 37 AM '96
SECRETARY OF STATE
IDAHO

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

To the Secretary of State of Idaho

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

1. The name of the corporation is Kennedy Financial Services, Inc.
2. The name which it shall use in Idaho is Kennedy Financial Services, Inc.
3. It is incorporated under the laws of New Mexico
4. Its date of incorporation is 4/27/92 and its duration, if other than perpetual, is N/A
5. The address of its principal office in the state or country under the laws of which it is incorporated is
8512 Red Sky Pl. NE, Albuquerque, NM 87111
6. The address to which correspondence should be addressed, if different than item 5, is
P.O. Box 546, Eagle, ID 83616
7. The street address of its registered office in Idaho is 1250 S. River Flow Way, Eagle, ID 83616
, and its registered agent in Idaho at that address is James L. Kennedy
8. The purpose or purposes which it is proposed to pursue in the transaction of business in Idaho are:
Investments & Loans
9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>James L. Kennedy</u>	<u>President</u>	<u>1250 S. River Flow Way, Eagle 83616</u> <u>P.O. Box 546, Eagle, ID 83616</u>
<u>Deborah S. Kennedy</u>	<u>Vice-President</u> <u>Secretary/Treasurer</u>	<u>1250 S. River Flow Way, Eagle 83616</u> <u>P.O. Box 546, Eagle, ID 83616</u>
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10. The corporation accepts and shall comply with the Constitution and the laws of the State of Idaho.

Dated: October 2, 1996

Kennedy Financial Services, Inc.

(Corporation name)

By James L. Kennedy President
Its President, Vice President, Secretary or Assistant Secretary
(please specify)

IDAHO SECRETARY OF STATE

DATE 10/04/1996 0900 29765
Secretary of State use only

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CX #: 1047

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STATE OF NEW MEXICO



OFFICE OF
THE STATE CORPORATION COMMISSION

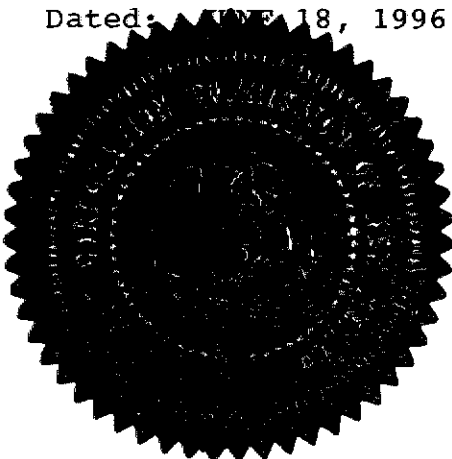
CERTIFICATE OF GOOD STANDING AND COMPLIANCE

IT IS HEREBY CERTIFIED that:
KENNEDY FINANCIAL SERVICES, INC.

1564087
a corporation organized under the laws of
NEW MEXICO
is duly authorized to transact business in New Mexico, as
a Domestic Profit corporation, under the
BUSINESS CORPORATION ACT
(53-11-1 to 53-18-12 NMSA 1978)
having filed its Articles of Incorporation APRIL 27, 1992
and Certificate of Incorporation issued as of said date.

IT IS FURTHER CERTIFIED that the fees due the State Corporation Commission, which have been assessed against the aforesaid corporation, have been paid to date and aforesaid corporation is in corporate good standing and duly authorized to transact business as its corporate existence has not been revoked in New Mexico. This Certificate is not to be construed as an endorsement, recommendation or notice of approval of the corporation's financial condition or business activities and practices. This Certificate of Good Standing and Compliance expires DECEMBER 15, 1997

Dated: MAY 18, 1996



In Testimony Whereof, the State Corporation Commission of the State of New Mexico has caused this certificate to be signed by its Chairman and the Seal of said Commission to be affixed at the City of Santa Fe

Gloria Iristani
Chairman
[Signature]
Director