

State of Idaho

Office of the Secretary of State

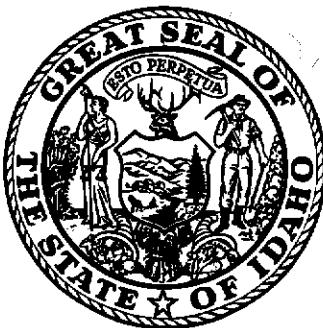
**CERTIFICATE OF AUTHORITY
OF
CBIZ BENEFITS & INSURANCE SERVICES, INC.**

File Number C 191122

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: May 12, 2011



Ben Yursa

SECRETARY OF STATE

By *Conthia*

FILED EFFECTIVE



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2011 MAY 12 PM 1:57

SECRETARY OF STATE
STATE OF IDAHO

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

- The name of the corporation is:
CBIZ Benefits & Insurance Services, Inc.
- The name which it shall use in Idaho is: CBIZ Benefits & Insurance Services, Inc.
- It is incorporated under the laws of: Missouri
- Its date of incorporation is: 12/23/1997
- The address of its principal office is:
11440 Tomahawk Creek Parkway, Leawood, KS 66211
- The address to which correspondence should be addressed, if different from item 5, is:
6050 Oak Tree Blvd., Suite 500, Cleveland, OH 44131
- The street address of its registered office in Idaho is: 1111 West Jefferson, Ste 530, Boise, ID 83705
and its registered agent in Idaho at that address is: CT Corporation System
- The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>Jerome P. Grisko, Jr.</u>	<u>Director</u>	<u>6050 Oak Tree Blvd., Suite 500</u> <u>Cleveland, OH 44131</u>
<u>Robert A. O'Bryne</u>	<u>President</u>	<u>11440 Tomahawk Creek Parkway</u> <u>Leawood, KS 66211</u>
<u>Michael W. Gleespen</u>	<u>Secretary</u>	<u>6050 Oak Tree Blvd., Suite 500</u> <u>Cleveland, OH 44131</u>

Dated: May 10, 2011Signature: *Michael W. Gleespen*Typed Name: Michael W. GleespenCapacity: Secretary

[The signer must be a director or an officer of the corporation.]

Customer Acct # :

(If using pre-paid account)

Secretary of State use only

 IDAHO SECRETARY OF STATE
 05/12/2011 05:00
 CK: 676712 CT: 172099 BH: 1273488
 1 @ 100.00 = 100.00 AUTH PRO # 2

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 CK: 676712 CT: 172099 BH: 1273488
 1 @ 100.00 = 100.00 AUTH PRO # 2

Web - em

C191122

STATE OF MISSOURI



Robin Carnahan
Secretary of State

**CORPORATION DIVISION
CERTIFICATE OF GOOD STANDING**

I, ROBIN CARNAHAN, Secretary of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

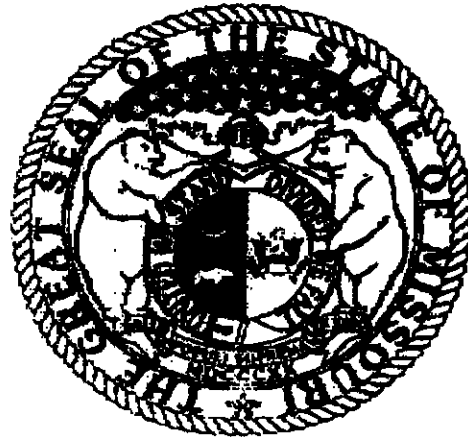
**CBIZ BENEFITS & INSURANCE SERVICES, INC.
00449865**

was created under the laws of this State on the 23rd day of December, 1997, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 21st day of March, 2011

A handwritten signature of Robin Carnahan in cursive script.

Secretary of State



Certification Number: 13059088-1 Reference:

Verify this certificate online at <https://www.sos.mo.gov/businessentity/soskb/verify.asp>