

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
ROYAL ALLIANCE ASSOCIATES, INC.**

File Number C 183618

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: June 24, 2009



Ben Yursa

SECRETARY OF STATE

By

A large, stylized handwritten signature of Ben Yursa, written in black ink, positioned over a horizontal line.



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

09 JUN 24 PM 12:31

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:

Royal Alliance Associates, Inc.

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

3. It is incorporated under the laws of: Delaware

4. Its date of incorporation is: August 05, 1988

5. The address of its principal office is:

One World Financial Center, 200 Liberty Street, 15th Floor, New York, NY 10281

6. The address to which correspondence should be addressed, if different from item 5, is:

1401 Shoreline Drive, Suite 2

Boise, ID 83702

7. The street address of its registered office in Idaho is:

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	Office	Address
<u>See attached officers/directors rider</u>		

Dated: 6/22/09

Signature: Gregory M. Curley

Typed Name: Gregory M Curley

Capacity: Assistant 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

g:\corporate\corp
form\appocertificateauthority_prof.pmd
Revised 06/2005

Web Form

IDAHO SECRETARY OF STATE
06/24/2009 05:00
CK: NONE CT: 1157 SH: 1176156
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

2183618

FILED EFFECTIVE

Officers of Royal Alliance Associates, Inc.

R. Lawrence Roth – Chairman & Chief Executive Officer

Arthur M. Tambaro – President and Vice Chairman

Steven E. Rothstein – Senior Vice President and Chief Financial Officer

Randall W. Epright – Senior Vice President

Daniel O. Williams – Vice President and Controller

William T. Devanney – Vice President and Tax Officer

Rosemary Magee – Vice President

Antonietta Scialabba – Vice President

Bonnie Scherer – Vice President

Andrew Lebolt – Vice President

Maria Zarb – Vice President

Gary Bender – Vice President

Bruce Levitus – First Vice President

Michael Contillo – First Vice President

Jeffrey Planty – First Vice President

Gregory M. Curley – Assistant Secretary

Directors of Royal Alliance Associates, Inc.

Steven E. Rothstein

Noah D. Sorkin

Arthur M. Tambaro

All officers and directors located at:
Royal Alliance Associates, Inc.
One World Financial Center
200 Liberty Street, 15th Floor
New York, NY 10281

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ROYAL ALLIANCE ASSOCIATES, 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 TWENTY-THIRD DAY OF JUNE, A.D. 2009.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ROYAL ALLIANCE ASSOCIATES, INC." WAS INCORPORATED ON THE FIFTH DAY OF AUGUST, A.D. 1988.

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.

2168770 8300

090639511

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7377534

DATE: 06-23-09