

# State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY  
OF  
DCL OUTSOURCING, INC.**

File Number C 136460

I PETE T. CENARRUSA, 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: November 28, 2000



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Sally Lloyd*

**APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)**  
(Instructions on Back of Application)

NOV 28 AM 10:16

SECRETARY OF STATE  
STATE OF IDAHO

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 DCL Outsourcing, Inc.
2. The name which it shall use in Idaho is DCL Outsourcing, Inc.
3. It is incorporated under the laws of the State of Delaware
4. Its date of incorporation is October 23, 2000
5. The address of its principal office is c/o Corporation Service Company  
2711 Centerville Road, Suite 400, Wilmington, Delaware 19808
6. The address to which correspondence should be addressed, if different from item 5, is \_\_\_\_\_  
same
7. The street address of its registered office in Idaho is 814 Stillwell Drive, Eagle,  
Idaho 83610 and its registered agent in Idaho at that address is Richard Davey
8. The names and respective business addresses of its directors and officers are:  

Name	Office	Address
<u>See attached officers/directors Rider</u>		

Dated: November 21, 2000

DCL Outsourcing, Inc.

(Corporate Name)

By: \_\_\_\_\_

Lynda Davey

Its \_\_\_\_\_

Secretary

(specify capacity of signer)

Customer Acct #:

(if using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE

11/28/2000 09:00  
CK: 162502 CT: 18991 BH: 363225

1 @ 100.00 = 100.00 AUTH PRO # 2  
1 @ 20.00 = 20.00 EXPEDITE C # 3

C 136460

## OFFICERS/DIRECTORS RIDER

ID-Application for Certificate of Authority

NO NOV 28 AM 10:16  
DCL Outsourcing, Inc.  
SECRETARY OF STATE  
STATE OF IDAHO

### List of Officers

<b>Name:</b>	Colleen Davey	<b>Title:</b>	President
<b>Bus. Addr.:</b>	c/o Lynda Davey, 275 Water Street, Apt. 3 New York, New York 10038		
<b>Name:</b>	Lynda Davey	<b>Title:</b>	Vice President
<b>Bus. Addr.:</b>	275 Water Street, Apt. 3 New York, New York 10038		
<b>Name:</b>	Lynda Davey	<b>Title:</b>	Secretary
<b>Bus. Addr.:</b>	275 Water Street, Apt. 3 New York, New York 10038		
<b>Name:</b>	Lynda Davey	<b>Title:</b>	Assistant Secretary
<b>Bus. Addr.:</b>	275 Water Street, Apt. 3 New York, New York 10038		
<b>Name:</b>	Richard Davey	<b>Title:</b>	Treasurer
<b>Bus. Addr.:</b>	814 Stillwell Drive Eagle, Idaho 83610		

### List of Directors

<b>Name:</b>	Colleen Davey	<b>Term:</b>	October 24, 2001
<b>Bus. Addr.:</b>	c/o Lynda Davey, 275 Water Street, Apt. 3 New York, New York 10038		
<b>Name:</b>	Richard Davey	<b>Term:</b>	October 24, 2001
<b>Bus. Addr.:</b>	814 Stillwell Drive Eagle, Idaho 83610		
<b>Name:</b>	Linda Davey	<b>Term:</b>	October 24, 2001
<b>Bus. Addr.:</b>	275 Water Street, Apt. 3 New York, New York 10038		
<b>Name:</b>	Donald Davey	<b>Term:</b>	October 24, 2001
<b>Bus. Addr.:</b>	c/o Lynda Davey, 275 Water Street, Apt. 3 New York, New York 10038		
<b>Name:</b>	Alan Schiffres	<b>Term:</b>	October 24, 2001
<b>Bus. Addr.:</b>	275 Water Street, Apt. 3 New York, New York 10038		
<b>Name:</b>	Inez Davey	<b>Term:</b>	October 24, 2001
<b>Bus. Addr.:</b>	814 Stillwell Drive Eagle, Idaho 83610		

Office of the Secretary of State

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SECRETARY OF STATE  
STATE OF IDAHO

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DCL OUTSOURCING, 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 THIRD DAY OF NOVEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0773851

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DATE: 11-03-00