

State of Idaho

Office of the Secretary of State

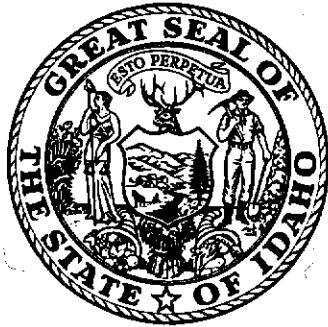
**CERTIFICATE OF AUTHORITY
OF
MCNEIL & COMPANY, INC.**

File Number C 188989

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: November 3, 2010



Ben Ysursa

SECRETARY OF STATE

By

Ben Ysursa



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

10 NOV -3 PM 2:09

**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:

McNeil & Company, Inc.

2. The name which it shall use in Idaho is: McNeil & Company, Inc.

3. It is incorporated under the laws of: New York

4. Its date of incorporation is: 1/17/1990

5. The address of its principal office is:

20 Church Street, Cortland, NY 13045

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 Drive, 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
Daniel F. McNeil	President, Vice President	<u>20 Church Street, Cortland, NY 13045</u>
	Treasurer, Director	
Mary E. McNeil	Secretary	<u>20 Church Street, Cortland, NY 13045</u>

Dated: 10/28/10

Signature: 

Typed Name: Daniel F. McNeil

Capacity: President

(The signer must be a director or an officer of the corporation.)

Customer Acct # :

(If using pre-paid account)

Secretary of State use only

formsapp/certofauthority_Profit.pms
Revised 10/2006

IDaho SECRETARY OF STATE
11/03/2010 05:00
CK: NONE CT: 1157 BH: 1245788
1 @ 100.00 = 100.00 AUTH PRO # 2
1 @ 20.00 = 20.00 EXPEDITE C # 3

**State of New York
Department of State } ss:**

I hereby certify, that the Certificate of Incorporation of MCNEIL & COMPANY, INC. was filed on 01/17/1990, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 28th day of October
two thousand and ten.*

The official seal of the State of New York, Department of State. It is circular with a dotted border. The words "STATE OF NEW YORK" are at the top and "DEPARTMENT OF STATE" are at the bottom. In the center is the Great Seal of the State of New York, which features an eagle with spread wings, a shield with a plow, a sheaf of wheat, and a star, surrounded by a circular border with the words "THE GREAT SEAL OF THE STATE OF NEW YORK".

Daniel Shapiro
First Deputy Secretary of State