

# State of Idaho

## Department of State

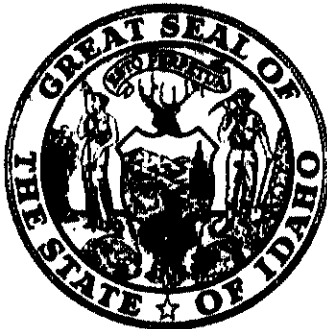
### CERTIFICATE OF AUTHORITY OF

**PRYOR RESOURCES, INC.**

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of PRYOR RESOURCES, 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 PRYOR RESOURCES, INC. to transact business in this State under the name PRYOR RESOURCES, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: October 28, 1991



*Pete T. Cenarrusa*

SECRETARY OF STATE

*M. Richards*  
Corporation Clerk

# APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

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1. The name of the corporation is Pryor Resources, Inc.

2. The name which it shall use in Idaho is Pryor Resources, Inc.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Kansas

4. The date of its incorporation is June 28, 1983 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is 2000 Shawnee Mission Parkway, Shawnee Mission, Kansas 66205

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

7. The street address of its proposed registered office in Idaho is 300 North 6th Street, Boise, Idaho 83701, and the name of its proposed registered agent in Idaho at that address is CT Corporation System

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are: The presentation of seminars on business related topics.

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
<u>Philip R. Love</u>	<u>President/Director</u>	<u>2000 Shawnee Mission Parkway Shawnee Mission, Kansas 66205</u>
<u>Michael B. Hays</u>	<u>Vice President/Director</u>	<u>2000 Shawnee Mission Parkway Shawnee Mission, Kansas 66205</u>
<u>Shirley Pryor</u>	<u>Secretary/Director</u>	<u>2000 Shawnee Mission Parkway Shawnee Mission, Kansas 66205</u>
<u>Thomas J. Sanford</u>	<u>Asst. Secretary</u>	<u>2000 Shawnee Mission Parkway Shawnee Mission, Kansas 66205</u>
<u>Fred H. Pryor</u>	<u>Director</u>	<u>2000 Shawnee Mission Parkway Shawnee Mission, Kansas 66205</u>
<u>Dan H. Anderson</u>	<u>Director</u>	<u>2209 West 125th Street Leawood, Kansas 66209</u>

(continued on reverse)

Name

Office

Address


10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: 9/20/91

Pryor Resources, Inc.

(Corporation Name)

By *Philip R. Love*

Its President/~~Vice President~~ (please specify)

Philip R. Love

and *Thomas J. Sanford*

Its Secretary/Assistant Secretary (please specify)

Thomas J. Sanford

STATE OF Kansas )

) ss:

COUNTY OF Johnson )

I, Thomas J Sanford, a notary public, do hereby certify that on this 20<sup>th</sup> day of September, 19 91, personally appeared before me Philip R. Love, who being by me first duly sworn, declared that (s)he is the President of Pryor Resources, Inc.

that (s)he signed the foregoing document as President of the corporation and that the statements therein contained are true.



*Thomas J. Sanford*  
Notary Public

# STATE OF KANSAS

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BILL GRAVES



**To all to whom these presents shall come, Greetings:**

I, BILL GRAVES, Secretary of State of the state of Kansas, do hereby certify that I am the custodian of records of the State of Kansas relating to corporations and that I am the proper official to execute this certificate.

I FURTHER CERTIFY THAT

PRYOR RESOURCES, INC.

is a regularly and properly organized corporation under the laws of the state of KANSAS, having been incorporated in Kansas on the 28th day of June, A.D. 1983 and has paid all fees and franchise taxes due this office and is in good standing according to the records now on file in the office of Secretary of State.

In testimony whereof:  
I hereto set my hand and cause  
to be affixed my official seal.  
Done at the City of Topeka, this  
7th day of October, A.D. 1991



BILL GRAVES  
SECRETARY OF STATE

BY

*Willa M. Roe*  
ASSISTANT SECRETARY OF STATE