

State of Idaho

Office of the Secretary of State

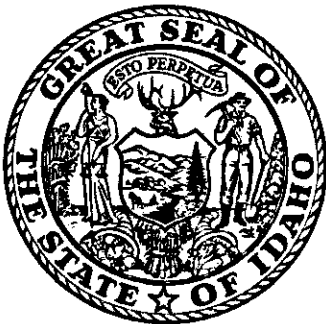
**CERTIFICATE OF AUTHORITY
OF
SYSTEMS SERVICES OF AMERICA, INC.**

File Number C 173555

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 12, 2007



Ben Yursa

SECRETARY OF STATE

By

A large, stylized handwritten signature, likely of Ben Yursa, is written over a horizontal line.

FILED EFFECTIVE



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

07 JUN 12 AM 11:09

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:

Systems Services of America, 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:
- 05/22/2007

5. The address of its principal office is:

8501 East Princess Drive, Suite 200, Scottsdale, AZ 85255

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

Post Office Box 25109, Scottsdale, AZ 85255

7. The street address of its registered office in Idaho is:
- 1111 West Jefferson, Suite 530, Boise, Idaho 83702

and its registered agent in Idaho at that address is: CT Corporation System

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

Name

Office Held

Business Address

SEE ATTACHMENT

Dated: _____

Signature: _____

Typed Name: Steven J. TwistCapacity: Asst. 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
 06/12/2007 05:00
 CK: 11241 CT: 20168 BH: 1039502
 1 @ 100.00 = 100.00 AUTH PRO # 2
 1 @ 20.00 = 20.00 EXPEDITE C # 3

C173555

Systems Services of America, Inc.

<u>Name</u>	<u>Office</u>
Gerald Cobb 8501 East Princess Drive, S- 200 Post Office Box 25109 Scottsdale, Arizona 85255	President and CEO
Peter K. Smith 8501 East Princess Drive, S- 200 Post Office Box 25109 Scottsdale, Arizona 85255	Director, Vice President and Treasurer
Thomas J. Stewart 8501 East Princess Drive, S- 200 Post Office Box 25109 Scottsdale, Arizona 85255	Director and Secretary
Steven J. Twist 8501 East Princess Drive, S- 200 Post Office Box 25109 Scottsdale, Arizona 85255	Vice President and Assistant Secretary
Bernie Koscienski 8501 East Princess Drive, S- 200 Post Office Box 25109 Scottsdale, Arizona 85255	Vice President
Joe Karpicus 8501 East Princess Drive, S- 200 Post Office Box 25109 Scottsdale, Arizona 85255	Vice President
Dale L. Woodside 8501 East Princess Drive, S- 200 Post Office Box 25109 Scottsdale, Arizona 85255	Director

EXHIBIT A

Delaware

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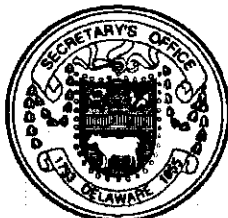
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SYSTEMS SERVICES OF AMERICA, 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 EIGHTH DAY OF JUNE, A.D. 2007.

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

4357080 8300

070691105



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5743788

DATE: 06-08-07