

# *State of Idaho*

Office of the Secretary of State

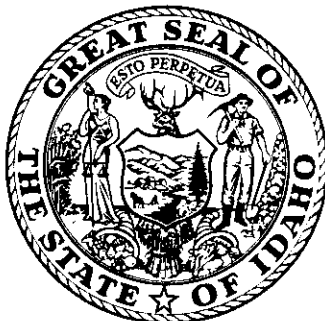
**CERTIFICATE OF AUTHORITY  
OF  
FIDELITY INTERNATIONAL RESOURCE MANAGEMENT, INC.**

File Number C 154600

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: 10 May 2004



*Ben Ysursa*

SECRETARY OF STATE

By *Sally Lloyd*

FILED EFFECTIVE



# APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2004 MAY 10 A 9:07

SECRETARY OF STATE  
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

- The name of the corporation is:  
Fidelity International Resource Management, Inc.
- The name which it shall use in Idaho is: \_\_\_\_\_
- It is incorporated under the laws of: Delaware
- Its date of incorporation is: 7/31/1991
- The address of its principal office is:  
601 Riverside Avenue, Jacksonville FL 32204
- The address to which correspondence should be addressed, if different from item 5, is:  
17911 Von Karman Ave., Suite 300, Irvine CA 92614
- The street address of its registered office in Idaho is: 300 North 6th Street, Boise, Idaho 83702  
and its registered agent in Idaho at that address is: C T Corporation System
- The names and respective business addresses of its directors and officers are:

Name	Office	Address	See attachment
<u>Ernest D. Smith</u>	<u>Director</u>	<u>601 Riverside Ave. Jacksonville FL 32204</u>	
<u>Michael L. Gravelle</u>	<u>Director</u>	<u>601 Riverside Ave. Jacksonville FL 32204</u>	
<u>Ernest D. Smith</u>	<u>President</u>	<u>601 Riverside Ave. Jacksonville FL 32204</u>	
<u>Michael L. Gravelle</u>	<u>General Counsel SVP &amp; Secretary</u>	<u>601 Riverside Ave. Jacksonville FL 32204</u>	
<u>Roger Maloch</u>	<u>SVP &amp; CFO</u>	<u>601 Riverside Ave. Jacksonville FL 32204</u>	
<u>Todd C. Johnson</u>	<u>SVP &amp; Asst. Sec.</u>	<u>601 Riverside Ave. Jacksonville FL 32204</u>	

Dated: 5/7/2004

Signature: Marjorie Nemzura

Typed Name: Marjorie Nemzura

Capacity: Vice President

Customer Acct # :

(if using pre-paid account)

Secretary of State use only

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Revised 07/2002

IDAHO SECRETARY OF STATE  
05/10/2004 05:00  
CK: 19552622 CT: 119320 BH: 743996  
1 @ 100.00 = 100.00 AUTH PRO # 2

C 154600

Fidelity International Resource Management, Inc.  
Directors and Officers

**Directors**

Michael L. Gravelle 601 Riverside Ave., Jacksonville, FL 32204

Ernest D. Smith 601 Riverside Ave., Jacksonville, FL 32204

**Officers**

Ernest D. Smith President 601 Riverside Ave., Jacksonville, FL 32204

Peter T. Sadowski Exec. VP & Gen. Counsel 601 Riverside Ave., Jacksonville, FL 32204

Alan L. Stinson Exec. VP & CFO 601 Riverside Ave., Jacksonville, FL 32204

Kevin R. Chiarello Senior VP & Compliance Officer 17911 Von Karman, Irvine, CA 92614

Richard L. Cox Senior VP & Tax Officer 601 Riverside Ave., Jacksonville, FL 32204

Michael L. Gravelle Senior VP, General Counsel & Secretary 601 Riverside Ave., Jacksonville, FL 32204

Todd C. Johnson Senior VP & Asst. Sec. 601 Riverside Ave., Jacksonville, FL 32204

Richard Levy Senior VP 601 Riverside Ave., Jacksonville, FL 32204

Roger Maloch Senior VP & CFO 601 Riverside Ave., Jacksonville, FL 32204

Donald E. Partington Senior Vice President 17911 Von Karman, Irvine, CA 92614

David Slider Senior VP 601 Riverside Ave., Jacksonville, FL 32204

Jim Wilson Senior VP 4001 Rodney Parham Road

Michelle Brown Vice President Little Rock Arkansas 72212

Francis Chan Vice President 601 Riverside Ave., Jacksonville, FL 32204

Jeffrey Colby Vice Pres. & Controller 601 Riverside Ave., Jacksonville, FL 32204

Patrick G. Farenga Vice Pres. & Treasurer 601 Riverside Ave., Jacksonville, FL 32204

Glenn M. Gibbons Vice President 601 Riverside Ave. Jacksonville, FL 32204

John S. Haley Vice President 4001 Rodney Parham Road

Prakash Jaliha Vice President Little Rock, Arkansas 72212

4001 Rodney Parham Road

Little Rock, Arkansas 72212

Marjorie Nemzura VP & Asst. Sec. 171 N. Clark St., 8<sup>th</sup> Fl., Chicago, IL 60601

Steven Thomas Vice President 4001 Rodney Parham Road

Little Rock, Arkansas 72212

Eileen W. Van Roeyen VP & Asst. Sec. 171 N. Clark St., 8<sup>th</sup> Fl., Chicago, IL 60601

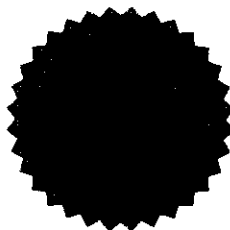
5/7/04

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FIDELITY INTERNATIONAL RESOURCE MANAGEMENT, 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 THIRTIETH DAY OF APRIL, A.D. 2004.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2269902 8300

040316201

AUTHENTICATION: 3085289

DATE: 04-30-04