

State of Idaho

Office of the Secretary of State

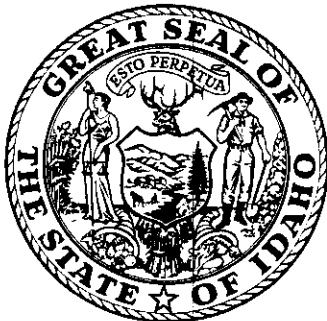
**CERTIFICATE OF AUTHORITY
OF
NEXT ESTATE COMMUNICATIONS, INC.**

File Number C 150557

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: 25 August 2003



Ben Yursa

SECRETARY OF STATE

By *Sally Lloyd*

FILED EFFECTIVE

202



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

AUG 25 PM 1:08

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:
NEXT ESTATE COMMUNICATIONS, 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: OCTOBER 26, 1999
5. The address of its principal office is:
1333 S. MAYFLOWER AVE., 2ND FLOOR, MONROVIA, CA 91016
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: 5527 KENDALL STREET, BOISE, ID 83706
and its registered agent in Idaho at that address is: PARACORP INCORPORATED
8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
SEE ATTACHED		

Dated: AUGUST 20, 2003

Signature: John Ricci

Typed Name: JOHN RICCI

Capacity: SECRETARY

Customer Acct # :

(If using pre-paid account)

Secretary of State use only

5:00pm/Sec/Corp
formslap/secretary/authority_profit.pms
Revised 07/2002

IDAHO SECRETARY OF STATE
08/25/2003 01:07
CK: 20238 CT: 19577 BH: 690237
1 @ 100.00 = 100.00 AUTH PRO # 3
1 @ 20.00 = 20.00 CORP SUR # 4
1 @ 20.00 = 20.00 EXPEDITE C # 5

C 150557

OFFICERS AND DIRECTORS

NEXT ESTATE COMMUNICATIONS, INC.

10 AUG 25 PM 1:09

CLERK OF STATE
STATE OF IDAHO

<u>Name</u>	<u>Business Address</u>	<u>Position</u>
Steve Streit	1333 S. Mayflower Ave., 2 nd Floor Monrovia, CA 91016	CEO, Director
John Ricci	1333 S. Mayflower Ave., 2 nd Floor Monrovia, CA 91016	Secretary
Ken Aldrich	1333 S. Mayflower Ave., 2 nd Floor Monrovia, CA 91016	Director
Raulee Marcus	1333 S. Mayflower Ave., 2 nd Floor Monrovia, CA 91016	Director
Timothy Greenleaf	1333 S. Mayflower Ave., 2 nd Floor Monrovia, CA 91016	Director
Virginia Hanna	1333 S. Mayflower Ave., 2 nd Floor Monrovia, CA 91016	Director
W. Thomas Smith, Jr.	1333 S. Mayflower Ave., 2 nd Floor Monrovia, CA 91016	Director
Mark Shifke	1333 S. Mayflower Ave., 2 nd Floor Monrovia, CA 91016	Director
Michael Moritz	1333 S. Mayflower Ave., 2 nd Floor Monrovia, CA 91016	Director

Delaware

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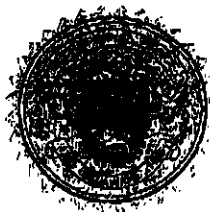
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEXT ESTATE COMMUNICATIONS, 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 EIGHTEENTH DAY OF AUGUST, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NEXT ESTATE COMMUNICATIONS, INC." WAS INCORPORATED ON THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2586880

DATE: 08-18-03