

State of Idaho

Office of the Secretary of State

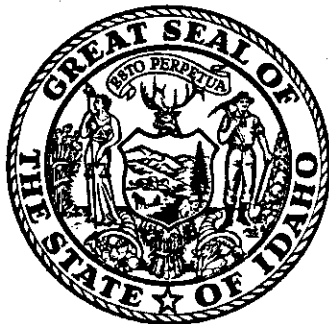
**CERTIFICATE OF AUTHORITY
OF
MIDAS INTERNATIONAL CORPORATION**

File Number C 173380

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 1, 2007



Ben Yursa

SECRETARY OF STATE

By _____

A large, stylized handwritten signature in black ink, appearing to read 'Ben Yursa', is written over a horizontal line.

FILED EFFECTIVE



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

07 JUN -1 AM 11:33

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

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is:

Midas International Corporation

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: 09/11/1959

5. The address of its principal office is:

1300 Arlington Heights Road, Itasca, IL 60143

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: 1111 West Jefferson, Suite 530, Boise, Idaho 83702

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

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

Name	Office Held	Business Address
<u>Mr. James M. Haeger, Jr.</u>	<u>Vice President & Controller</u>	<u>1300 Arlington Heights Road, Itasca, IL 60143</u>
<u>Mr. Alan D. Feldman</u>	<u>Chairman, President & CEO/Director</u>	<u>1300 Arlington Heights Road, Itasca, IL 60143</u>
<u>Mr. William M. Guzik</u>	<u>Executive Vice President & CFO/Director</u>	<u>1300 Arlington Heights Road, Itasca, IL 60143</u>
<u>Mr. Alvin K. Marr</u>	<u>Senior Vice President & General Counsel/Director</u>	<u>1300 Arlington Heights Road, Itasca, IL 60143</u>
<u>Mr. Frederick W. Dow, Jr.</u>	<u>Senior Vice President & Chief Marketing</u>	<u>1300 Arlington Heights Road, Itasca, IL 60143</u>
<u>Mr. John Warzecha</u>	<u>Senior Vice President & Franchise Operations</u>	<u>1300 Arlington Heights Road, Itasca, IL 60143</u>

Dated: May 23, 2007

Signature: James M. Haeger, Jr.

Typed Name: James M. Haeger, Jr.

Capacity: Vice 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

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Revised 08/2005

IDAHO SECRETARY OF STATE
06/01/2007 05:00
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1 @ 20.00 = 20.00 EXPEDITE C 0 4

C173380

**Attachment to Idaho
Officers & Directors**

- 1 Full Name: Mr. John E. Brisson, Jr.
Officer/Director: Officer
Officer's Title: Vice President, Finance & Planning
Business Address: 1300 Arlington Heights Road
City: Itasca
State: IL
ZIP Code: 60143
- 2 Full Name: Mr. Benedict J. Parma
Officer/Director: Officer
Officer's Title: Vice President, Human Resources
Business Address: 1300 Arlington Heights Road
City: Itasca
State: IL
ZIP Code: 60143
- 3 Full Name: Mr. Peter D. Cooke
Officer/Director: Officer
Officer's Title: Vice President, Development
Business Address: 1300 Arlington Heights Road
City: Itasca
State: IL
ZIP Code: 60143
- 4 Full Name: Mr. Michael Gould
Officer/Director: Officer
Officer's Title: Vice President, COSMIC Operations
Business Address: 1300 Arlington Heights Road
City: Itasca
State: IL
ZIP Code: 60143
- 5 Full Name: Mr. Richard A. Altizer
Officer/Director: Officer
Officer's Title: Vice President, Franchise Operations
Business Address: 1300 Arlington Heights Road
City: Itasca

	State:	IL
	ZIP Code:	60143
6	Full Name:	Mr. Bennett Cikoch
	Officer/Director:	Officer
	Officer's Title:	Vice President, MIS
	Business Address:	1300 Arlington Heights Road
	City:	Itasca
	State:	IL
	ZIP Code:	60143
7	Full Name:	Mr. Philip N. Lambert
	Officer/Director:	Officer
	Officer's Title:	Vice President, Supply Chain Management
	Business Address:	1300 Arlington Heights Road
	City:	Itasca
	State:	IL
	ZIP Code:	60143
8	Full Name:	Mrs. Catherine B. Hall
	Officer/Director:	Officer
	Officer's Title:	Vice President, Marketing Programs & Advertising
	Business Address:	1300 Arlington Heights Road
	City:	Itasca
	State:	IL
	ZIP Code:	60143
9	Full Name:	Mr. Harry Oliver
	Officer/Director:	Officer
	Officer's Title:	Assistant Treasurer
	Business Address:	1300 Arlington Heights Road
	City:	Itasca
	State:	IL
	ZIP Code:	60143
10	Full Name:	Mr. Michael K. Kuntsman
	Officer/Director:	Officer
	Officer's Title:	Assistant Controller
	Business Address:	1300 Arlington Heights Road

	City:	Itasca
	State:	IL
	ZIP Code:	60143
11	Full Name:	Mrs. Audrey Z. Waltenburg
	Officer/Director:	Officer
	Officer's Title:	Assistant Secretary & Assistant General Counsel
	Business Address:	1300 Arlington Heights Road
	City:	Itasca
	State:	IL
	ZIP Code:	60143
12	Full Name:	Mrs. Kerilyn M. Johnson
	Officer/Director:	Officer
	Officer's Title:	Assistant Secretary & Assistant General Counsel
	Business Address:	1300 Arlington Heights Road
	City:	Itasca
	State:	IL
	ZIP Code:	60143

Delaware

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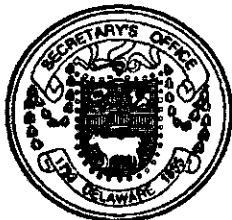
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MIDAS INTERNATIONAL CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF MAY, A.D. 2007.

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

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

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5715147

DATE: 05-30-07