

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
NATIONAL SAFE HARBOR EXCHANGES
dba NATIONAL SAFE HARBOR EXCHANGES, INC.**

File Number C 145509

I PETE T. CENARRUSA, 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: 18 September 2002



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sally Lloyd*

FILED/EFFECTIVE



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

02 SEP 18 AM 10: 26

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:

National Safe Harbor Exchanges2. The name which it shall use in Idaho is: National Safe Harbor Exchanges, Inc.3. It is incorporated under the laws of: California4. Its date of incorporation is: 11/30/2000

5. The address of its principal office is:

4050 Calle Real Santa Barbara, CA 93110

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: c/o C T Corporation System, 300 North 6th Street, Boise, Idaho 83702and 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:

Name	Office	Address
See attached list		

Dated: 9/12/2002Signature: Marjorie NemzuraTyped Name: Marjorie NemzuraCapacity: Vice President

Customer Acct # :

(If using pre-paid account)

Secretary of State use only

IDAHO SECRETARY OF STATE
09/18/2002 05:00
CK: 107223781 CT: 21069 BH: 488877
1 @ 100.00 = 100.00 AUTH PRO # 2

C 145509

National Safe Harbor Exchanges
Directors and Officers

Directors

Alan L. Stinson	4050 Calle Real, Santa Barbara, CA 93110
Patrick F. Stone	4050 Calle Real, Santa Barbara, CA 93110
Frank P. Willey	4050 Calle Real, Santa Barbara, CA 93110

Officers

William P. Foley, II	Chairman of the Board	4050 Calle Real, Santa Barbara, CA 93110
Patrick F. Stone	Chief Executive Officer	4050 Calle Real, Santa Barbara, CA 93110
Radah Butler	President	300 Montgomery Street, Suite 650, San Francisco, CA 94104
E. Jill Mozer	Senior Vice President	2390 E. Camelback Road, Suite 210, Phoenix, AZ 85016
Alan L. Stinson	Senior VP & CFO	4050 Calle Real, Santa Barbara, CA 93110
Toija J. Beutler	Vice President	900 S.W. Fifth Ave., Portland, OR 97204
Hilary B. Burkemper	Vice Pres. & Asst. Sec.	4050 Calle Real, Santa Barbara, CA 93110
Kevin Chiarello	Vice President	17911 Von Karman, Irvine, CA 92514
Karin A. Church	Vice President	2390 E. Camelback Road, Suite 210, Phoenix, AZ 85016
Richard Cox	Vice Pres. & Tax Officer	4050 Calle Real, Santa Barbara, CA 93110
H. Thomas Dunck	Vice President	171 N. Clark Street, 4 th Floor, Chicago, IL 60601
Patrick G. Farenga	Vice Pres. & Treasurer	4050 Calle Real, Santa Barbara, CA 93110
Patricia Ihnat	Vice Pres. & Asst. Sec.	2390 E. Camelback, Suite 210, Phoenix, AZ 85016
John E. King	Vice President	300 Montgomery Street, Suite 650, San Francisco, CA 94104
Jill Martin	Vice President	4050 Calle Real, Santa Barbara, CA 93110
Marjorie Nemzura	Vice Pres. & Asst. Sec.	171 N. Clark Street, 8 th Floor, Chicago, IL 60601
Todd R. Pajonas	Vice President	300 Montgomery Street, Suite 650, San Francisco, CA 94104
Don Partington	Vice President	17911 Von Karman, Irvine, CA 92514
Gregory G. Roddy	Vice President	5430 LBJ Freeway, Dallas, TX 75240
Steven G. Rosansky	Vice President	1300 Dove Street, Newport Beach, CA 92660
Peter T. Sadowski	Vice President	4050 Calle Real, Santa Barbara, CA 93110
Eileen W. Van Roeyen	Vice Pres. & Asst. Sec.	171 N. Clark Street, 8 th Floor, Chicago, IL 60601
Fernando Velez, Jr.	Vice Pres. & Secretary	4050 Calle Real, Santa Barbara, CA 93110
Frank P. Willey	Vice President	4050 Calle Real, Santa Barbara, CA 93110
Michael J. Yesk	Vice President	300 Montgomery Street San Francisco, CA 94104

9/12/02



SECRETARY OF STATE
CERTIFICATE OF STATUS
DOMESTIC CORPORATION

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the **30TH day of NOVEMBER, 2000**, **NATIONAL SAFE HARBOR EXCHANGES** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this day
of September 13, 2002.



Bill Jones
BILL JONES
Secretary of State