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State of Idaho

Department of State

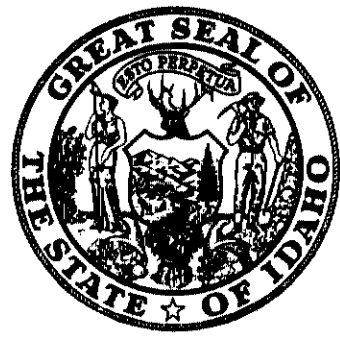
CERTIFICATE OF AUTHORITY
OF

THE GALLATIN GROUP, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of THE GALLATIN GROUP, INC. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to THE GALLATIN GROUP, INC. to transact business in this State under the name THE GALLATIN GROUP, INC. and attach hereto a duplicate original of the Application for such Certificate.

Dated: November 18, 1991



Pete T. Cenarrusa
SECRETARY OF STATE

By *C. J. Hahn*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

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1. The name of the corporation is THE GALLATIN GROUP, INC.

2. The name which it shall use in Idaho is THE GALLATIN GROUP, INC.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of THE STATE OF WASHINGTON

4. The date of its incorporation is 7-3-91 and the period of its duration is PERPETUAL

5. The address of its principal office in the state or country under the laws of which it is incorporated is 2107 ELLIOT AVE., #307, SEATTLE, WA 98121

6. The address to which correspondence should be addressed, if different from that in item 5.

7. The street address of its proposed registered office in Idaho is 802 WEST BANNOCK, #305
BOISE, IDAHO 83702, and the name of its proposed registered agent in Idaho at that address is LARRY E. MEIEROTTO

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
ANY LAWFUL PURPOSE AUTHORIZED BY THE STATE OF IDAHO.

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

Name	Office	Address
<u>LARRY E. MEIEROTTO</u>	<u>PRESIDENT</u>	<u>802 WEST BANNOCK, BOISE, IDAHO 83702</u> <u>PO Box 1122, BOISE, IDAHO 83701</u>
<u>GARY SMITH</u>	<u>SECRETARY/ TREASURER</u>	<u>2107 ELLIOT AVE., #307, SEATTLE, WA 98121</u>
_____	_____	_____
_____	_____	_____

(continued on reverse)

Name

Office

Address

- 10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.
- 11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: NOV-15-1991

THE GALLATIN GROUP, INC.

(Corporation Name)

By

[Signature]
Its President / ~~Vice President~~ (please specify)

and

[Signature]
Its Secretary / ~~Assistant Secretary~~ (please specify)

STATE OF

Idaho

)

COUNTY OF

Ada

) ss:

)

I, Holly Erdman, a notary public, do hereby certify that on this 15th day of November, 19 91, personally appeared before me Larry Meierotto, who being by me first duly sworn, declared that (s)he is the President of The Gallatin Group, Inc.

that (s)he signed the foregoing document as President of the corporation and that the statements therein contained are true.

Holly Erdman

Notary Public



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STATE of WASHINGTON SECRETARY of STATE

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

THE GALLATIN GROUP, INC.

I, RALPH MUNRO, *Secretary of State of the State of Washington*, hereby certify that I am the custodian of the corporation records of this state.

I FURTHER CERTIFY that the records on file in this office show that the above - named profit corporation was incorporated under the laws of the State of Washington and was issued a certificate of incorporation in Washington on July 03, 1991.

I FURTHER CERTIFY that as of the date of this certificate no Articles of Dissolution or Certificate of Withdrawal have been filed, that the conditions of the Revised Code of Washington, Title 23B.01.280(2) (a) through (d) have been met, and the corporation is duly authorized to transact business in the corporate form in the State of Washington.

Date: October 14, 1991

Given under my hand and the seal of the State of Washington, at Olympia, the State Capitol.

Ralph Munro, Secretary of State

N. Brown