

STATEMENT OF AUTHORITY

FILED EFFECTIVE

FOR

10 AUG 31 PM 2:46

MAC WEBB PSYCHOLOGY CLINIC, PLLC

SECRETARY OF STATE
STATE OF IDAHO

An Idaho Professional Limited Liability Company

The undersigned professional limited liability company hereby states and represents that:

1. **Company name** - The name of the Company is: Mac Webb Psychology Clinic, PLLC.
2. **Street address** - The street address of the Company's designated office is: 408 22nd Avenue South, Nampa, ID 83651.
3. **Mailing address** - The mailing address of the Company's designated office is: 408 22nd Avenue South, Nampa, ID 83651.
4. **Nature of Business** - The Company was formed for the purpose of: rendering professional psychological services. The Company has the authority to do all things necessary or convenient to accomplish its purposes.
5. **Management** - The Company is member-managed, and the sole Member of the Company is: Mac C. Webb.
6. **Authority of Member to Bind the Company:** Only the Member and authorized agents of the Company shall have the authority to make representations or warranties, or enter into contracts on behalf of the Company (i.e., bind the Company). The Member has the power, on behalf of the Company, to do all things necessary or convenient to carry out the purpose and activities of the Company, including, without limitation:
 - (a) The institution, prosecution and defense of any Proceeding in the Company's name;
 - (b) The purchase, receipt, lease or other acquisition, ownership, holding, improvement, use and other dealing with Property, wherever located;
 - (c) The sale, conveyance, mortgage, pledge, lease, exchange, and other Transfer of Property;
 - (d) The entering into contracts and guaranties; incurring of liabilities; borrowing money, issuance of notes, bonds, and other obligations; and the securing of any of its obligations by mortgage or pledge of any of its Property or income;

IDAHO SECRETARY OF STATE
08/31/2010 05:00
CK: 56836 CT: 7289 BH: 1237100
1 @ 30.00 = 30.00 LLC AUTH # 2

W95955

- (e) The lending of money, investment and reinvestment of the Company's funds, and receipt and holding of Property as security for repayment, including, without limitation, the loaning of money to, and otherwise helping Members, officers, employees, and agents;
- (f) The conduct of the Company's activities, the establishment of Company offices, and the exercise of the powers of the Company within or without the State of Idaho;
- (g) The appointment of employees and agents of the Company, the defining of their duties, the establishment of their compensation;
- (h) The payment of pensions and establishment of pension plans, pension trusts, profit-sharing plans, and benefit and incentive plans for all or any of the current or former Members, employees, and agents of the Company; and
- (i) The performance of any other act that furthers the purpose, activities and affairs of the Company.

Dated this 27 day of Aug., 2010.

MAC WEBB PSYCHOLOGY CLINIC, PLLC,
an Idaho professional limited liability company

By: Mac C. Webb
Mac C. Webb, Member

jg/W:\Work\W\Webb, Mac 17376.01\Mac Webb Psychology Clinic, PLLC\Statement of Authority.doc