

State of Idaho

Office of the Secretary of State

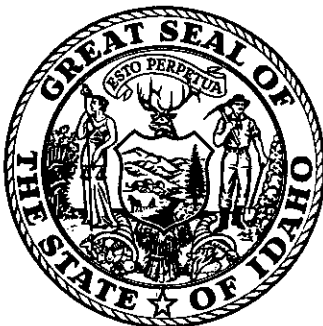
**CERTIFICATE OF AUTHORITY
OF
BTO CUTCO INC.**

File Number C 196493

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: November 13, 2012



Ben Yursa

SECRETARY OF STATE

By *Shirley Barber*



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

2012 NOV 13 AM 9:13

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:
BTO CUTCO 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: 06/05/2012
5. The address of its principal office is:
c/o Hancock Natural Resource Group, Inc., 99 High St., 26th Floor, Boston MA 02110
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: 12550 W Explorer Dr #100 Boise ID 83713
and its registered agent in Idaho at that address is: Corporation Service Company
8. The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>see attachment</u>	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: 10/31/12

Signature: [Signature]

Typed Name: J. SCOTT ESTEY

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

g:\comptons\corp
forms\app\corporate\reg_reg_form
Revised 06/2005

Web Form

IDAHO SECRETARY OF STATE
11/13/2012 05:00
CK: 175275 CT: 22694 BH: 1347255
1 @ 100.00 = 100.00 AUTH PRO # 12
1 @ 20.00 = 20.00 EXPEDITE C # 13

C196493

BTO CUTCO INC

Officers and Directors

Daniel P. Christensen	President and Director	99 High Street, 26 th Floor Boston, MA 02110
Coleen M. Greenwood	Vice President & Chief Financial Officer	99 High Street, 26 th Floor Boston, MA 02110
Scott Estey	Vice President and Director	99 High Street, 26 th Floor Boston, MA 02110
John W. Davis	Vice President	17700 SE Mill Plain Blvd Suite 180 Vancouver, WA 98683
Scott Ketchum	Vice President	687 W. Canfield Avenue Couer d'Alene, ID 83815
David Kimrbough	Vice President	13950 Ballantyne Corporate Place Suite 150 Charlotte, NC 28277
John P. Lollis	Vice President	13950 Ballantyne Corporate Place Suite 150 Charlotte, NC 28277
William Marre	Vice President	17700 SE Mill Plain Blvd Suite 180 Vancouver, WA 98683
Bruce C. McKnight	Vice President and Director	99 High Street, 26 th Floor Boston, MA 02110
William E. Peressini	Vice President and Director	99 High Street, 26 th Floor Boston, MA 02110
Thomas Sarno	Vice President	99 High Street, 26 th Floor Boston, MA 02110
Jeff Vermilya	Vice President	954 Uglow Street Dallas, OR 97338
Courtland Washburn	Director	99 High Street, 26 th Floor Boston, MA 02110
Michael A. Wolf	Vice President	13950 Ballantyne Corporate Place Suite 150 Charlotte, NC 28277
Donna H. Frankel	Secretary	99 High Street, 26 th Floor Boston, MA 02110
Eugene Kwong	Treasurer	99 High Street, 26 th Floor Boston, MA 02110
Julie Rafter	Assistant Treasurer	99 High Street, 26 th Floor Boston, MA 02110
Karen M. Bonner	Assistant Secretary	99 High Street, 26 th Floor Boston, MA 02110
Allison Brown	Assistant Secretary	99 High Street, 26 th Floor Boston, MA 02110
Matthew Dominici	Assistant Secretary	99 High Street, 26 th Floor Boston, MA 02110
Derek Solmie	Assistant Secretary	13950 Ballantyne Corporate Place Suite 150 Charlotte, NC 28277

Delaware

PAGE 1

The First State

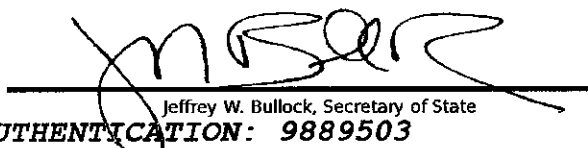
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BTO CUTCO INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF OCTOBER, A.D. 2012.

5164611 8300

121092823



You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9889503

DATE: 10-02-12