

State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY
OF
S&A SERVICES OF WATERTOWN, LTD**

File Number C 139542

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: June 20, 2001



Pete T. Cenarrusa
SECRETARY OF STATE

By *Sheryl Delaney*

APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

To the Secretary of State of Idaho:

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

01 JUN 20 AM 9:23

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is S&A Services of Watertown, Ltd.

2. The name which it shall use in Idaho is S&A Services, Ltd.

3. It is incorporated under the laws of NY

4. Its date of incorporation is 4/5/01

5. The address of its principal office is 167 Polk Street

Watertown

NY

13601

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

P.O. Box 410 Danvers, MA 01923

7. The street address of its registered office in Idaho is 5527 Kendall St., Boise, ID 83706

_____, and its registered agent in Idaho at that address is LEXIS Document Services Inc.

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

Name	Office	Address
<u>Suzanne E. Schreiber</u>	<u>Pres/Sec/Treas/Dir</u>	<u>167 Polk Street Watertown, NY 13601</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: 6/8/01

S&A Services of Watertown, Ltd.
(Corporation name)

By _____

M. E. Schreiber, President
Suzanne E Schreiber

President

Its _____

(specify capacity of signer)

Customer Acct # -

(if using pre-paid account)

Secretary of State use only
IDAHO SECRETARY OF STATE

06/20/2001 09:00
CK: 137 CT: 147837 BH: 483842

1 @ 100.00 = 100.00 AUTH PRO # 2

C139542

State of New York | **ss:**
Department of State

I hereby certify, that the Certificate of Incorporation of S&A SERVICES OF WATERTOWN, LTD. was filed on 04/05/2001, under the name of S&A RECEIVABLES MANAGEMENT OF WATERTOWN, LTD., with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment S&A RECEIVABLES MANAGEMENT OF WATERTOWN, LTD., changing its name to S&A SERVICES OF WATERTOWN, LTD. , was filed 04/13/2001.

*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 14th day of June
two thousand and one.*



Special Deputy Secretary of State

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