

Filing Fee: \$150.00
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number: 130990

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the state of Rhode Island, and for that purpose submits the following statement:

1. The name of the corporation is CPCS Acquisition Co.
2. It is incorporated under the laws of Delaware
3. The name, if different, which it elects to use in Rhode Island is:
(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:
4. The date of its incorporation is 1-15-03 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 11880 College Blvd., Ste. 400, Overland Park, KS 66210
6. The address of its proposed registered office in Rhode Island is 10 Weybosset Street
(Street Address, not P.O. Box)
Providence, RI 02903 and the name of its proposed registered agent in Rhode Island
(City/Town) (Zip Code)
at that address is C T Corporation System
(Name of Agent)
7. The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
Customers in State
8. The names and respective addresses of the directors and officers are:

	Name	Address
Director	<u>see attached</u>	
Director		
President		
Vice President		
Treasurer		
Secretary		

FILED

MAR 27 2003

By [Signature]

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9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
<u>1,000</u>	<u>Common</u>		<u>\$.01</u>

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
<u>100</u>	<u>Common</u>		<u>\$.01</u>

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 1,400,000.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ -0-.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 62,000,000.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ -0-.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0 % [divide (b) by (a) and multiply by 100 to obtain the percentage].
13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: 2/24/03

CPCS Acquisition Co
Print Exact Name of Corporation Making Application

By Robert W. Wickizer
☒ President or ☐ Vice President (check one)

By [Signature] AND [Signature]
☒ Secretary or ☐ Assistant Secretary (check one)

STATE OF KANSAS
COUNTY OF JOHNSON

In Overland Park, KS, on this 24th day of February, 2003, personally appeared before me Robert W. Wickizer who, being by me first duly sworn, declared that he/she is the President of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

Martina A. Hoffmann
Notary Public
My Commission Expires: 5/23/05

MARTINA A. HOFFMANN
Notary Public - State of Kansas
My First Term: 5/23/05

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Officers

Name	Title	Business Address	Home Address	SSN	Home Phone
Robert W Wickizer	President	11880 College Blvd., Ste. 400, Overland Park, KS 66210	P.O. Box 2404, Shawnee Mission, KS 66283	539-40-2383	(913)402-9275
David L Greene	VP-Finance	11880 College Blvd., Ste. 400, Overland Park, KS 66210	12718 West 120th St., Overland Park, KS 66213	260-92-2627	(913)685-2145
Ronald H Bozarth	Secretary/CIO	11880 College Blvd., Ste. 400, Overland Park, KS 66210	10250 S Greentree Court, Olathe, KS 66061	144-42-2875	Not on File
Michael J Feruson	VP-Bus. Devel.	11880 College Blvd., Ste. 400, Overland Park, KS 66210	7 Breckenridge, Nashville, TN 38215	491-48-0051	(615)221-9765
Mark W Turmentine	VP-Marketing	11880 College Blvd., Ste. 400, Overland Park, KS 66210	13247 Long St., Overland Park, KS 66213	363-80-8958	(913)814-8257
Angela L Eberhart	AVP-Controller	11880 College Blvd., Ste. 400, Overland Park, KS 66210	1303 N 2nd St. East, Louisburg, KS 66053	513-92-8230	(913)837-5826
David Harris	AVP-Oper.	11880 College Blvd., Ste. 400, Overland Park, KS 66210	17544 E. Hinsdale Place, Foxfield, CO 80016	542-25-9049	(303)527-2830
Stephen D Pogue	AVP-Oper.	11880 College Blvd., Ste. 400, Overland Park, KS 66210	7919 Shawnee Dr., Overland Park, KS 66212	496-60-9303	(913)649-3515
Lee Sumridge	AVP-Oper.	11880 College Blvd., Ste. 400, Overland Park, KS 66210	12508 Emerald Ct., Pineville, NC 28134	103-40-5962	(704)341-0312
Steve Parish	AVP-Oper.	11880 College Blvd., Ste. 400, Overland Park, KS 66210	7459 Elizabeth Rd., Melrose Park, PA 19126	450-78-7832	(215)635-5902

Directors

Name	Title	Business Address
Steve Kinsky	Chairman	11880 College Blvd., Ste. 400, Overland Park, KS 66210
Alok Singh	Director	11880 College Blvd., Ste. 400, Overland Park, KS 66210

Delaware

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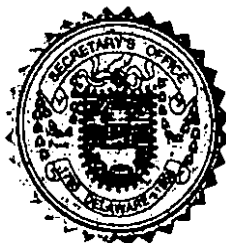
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "CPCS ACQUISITION CO." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE FIFTEENTH DAY OF JANUARY, A.D. 2003, AT 3 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION.

RECEIVED
SECRETARY OF STATE
CORPORATION DIV.
MAR 21 1 20 PM '03



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2262829

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DATE: 02-19-03